

BANNER & WITCOFF, LTD.
10 South Wacker Drive
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312-463-5000
Charles W. Shifley
Binal J. Patel

Intellectual Property Attorneys for DPH Holdings Corp., et al.,
Reorganized Debtors

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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	:	
In re	:	Chapter 11
	:	
DPH HOLDINGS CORP., <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
	:	(Jointly Administered)
Debtors.	:	
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LIST OF EXHIBITS TO THE SEVENTH AND FINAL APPLICATION OF BANNER &
WITCOFF, LTD., INTELLECTUAL PROPERTY COUNSEL TO DPH HOLDINGS
CORPORATION, SEEKING ALLOWANCE AND PAYMENT OF COMPENSATION
AND REIMBURSEMENT OF EXPENSES UNDER 11
U.S.C. SECTIONS 330 AND 331

EXHIBIT D

Hearing Date and Time: October 19, 2006, 10:00 a.m.
Objection Deadline: October 12, 2006, 4:00 p.m.

BANNER & WITCOFF, LTD.
10 South Wacker Drive
Suite 3000
Chicago, Illinois 60606
312-463-5000
Charles W. Shifley
Binal J. Patel

Intellectual Property Attorneys for Delphi Corporation, et al.,
Debtors and Debtors-in-Possession

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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	:	
In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
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NOTICE OF SECOND INTERIM APPLICATION OF BANNER & WITCOFF, LTD.,
INTELLECTUAL PROPERTY COUNSEL TO DELPHI CORPORATION, SEEKING
ALLOWANCE AND PAYMENT OF INTERIM COMPENSATION AND
REIMBURSEMENT OF EXPENSES UNDER 11 U.S.C. SECTIONS 300 AND 331, AND
HEARING ON OCTOBER 19, 2006, AND OBJECTION DEADLINE OF
OCTOBER 12, 2006, 2006

PLEASE TAKE NOTICE that on July 31, 2006 Banner & Witcoff, Ltd., intellectual property counsel for Delphi Corporation, and a Retained Professional, filed a second interim application seeking a second interim allowance and payment of compensation and reimbursement of expenses under 11 U.S.C. Sections 330 and 331, for the period from February 1, 2006 through May 31, 2006 together with the following exhibits: A, Summary sheet; B, Certification; C, Banner Retention Order; D, Shifley Affidavit; E and F, Banner engagement letters; G, H and I, Banner Invoices; J, K, L, records of notices to those entitled to receive same; and M, proposed order on the application.

PLEASE TAKE FURTHER NOTICE that a hearing to consider approval of the application will be held on October 19, 2006, at 10:00 a.m. (Prevailing Eastern Time) (the "Hearing") before the Honorable Robert D. Drain, United States Bankruptcy Court for the Southern District of New York, One Bowling Green, Room 610, New York, New York 10004.

PLEASE TAKE FURTHER NOTICE that objections, if any, to the application must be made by October 12, 2006, at 4:00 p.m. (Prevailing Eastern Time).

PLEASE TAKE FURTHER NOTICE that only those objections made as set forth herein and in accordance with the Order under 11 U.S.C. Section 331 Establishing Procedures For Interim Compensation and Reimbursement of Expenses for Professionals will be considered by the Bankruptcy Court at the Hearing. If no objections to the application are timely made and served in accordance with the procedures set forth herein and in the Interim Order, the Bankruptcy Court may enter an order granting the application without further notice.

Dated: Whitestone, New York

July 31, 2006

PANTERIS & PANTERIS, LLP
Attorneys for Banner & Witcoff, LTD

By: /s/ George Panteris
George Panteris (GP3235)
19-02 Whitestone Expressway, Suite 401
Whitestone, NY 11357
(718) 746-2154

BANNER & WITCOFF, LTD.
10 South Wacker Drive
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Charles W. Shifley
Binal J. Patel

Intellectual Property Attorneys for Delphi Corporation, et al.,
Debtors and Debtors-in-Possession

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
	:	
DELPHI CORPORATION, et al.	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
-----X		

SECOND INTERIM APPLICATION OF BANNER & WITCOFF, LTD., INTELLECTUAL
PROPERTY COUNSEL TO DELPHI CORPORATION, SEEKING ALLOWANCE AND
PAYMENT OF INTERIM COMPENSATION AND REIMBURSEMENT OF EXPENSES UNDER 11
U.S.C. SECTIONS 330 AND 331

Banner & Witcoff, Ltd. (“Banner”), intellectual property counsel for Delphi Corporation (“Delphi”), and a Retained Professional, submits this second interim application seeking a second interim allowance and payment of compensation and reimbursement of expenses under 11 U.S.C. §§330 and 331 for the period from February 1, 2006 through May 31, 2006 (“the Application Period”).

STATEMENT AT THE OUTSET PURSUANT TO GUIDELINES

Banner submits this interim application for (a) allowance of compensation for 103 hours of professional legal professional services provided by Banner to Delphi, in the amount of \$41,786.66 and (b) reimbursement of actual and necessary charges and disbursements incurred by Banner in the amount of \$552.66, for a total of \$42,339.32, in

the rendition of required legal, intellectual property professional services on behalf of Delphi in the time period of February 1, 2006 through May 31, 2006.

SUMMARY SHEET AND CERTIFICATION

A Summary Sheet is attached as Exhibit A. A Certification is attached as Exhibit B.

CONTINUED APPLICATION

In support of this second interim application, Banner further represents as follows:

BACKGROUND

1. On October 8, 2005, Delphi and certain of its United States (“U.S.”) subsidiaries (the “Initial Filers”) filed voluntary petitions for relief under chapter 11 of the United States Bankruptcy Code (the “Bankruptcy Code”), in the United States Bankruptcy Court for the Southern District of New York (the “Bankruptcy Court”). (On October 14, 2005, three additional U.S. subsidiaries of Delphi (collectively with the Initial Filers, the “Debtors”) filed voluntary petitions for relief under the Bankruptcy Code. The Debtors continue to operate their businesses as “debtors-in-possession” under the jurisdiction of the Bankruptcy Court and in accordance with the applicable provisions of the Bankruptcy Code and orders of the Bankruptcy Court.

RETENTION OF BANNER

2. On January 3, 2006, pursuant to an application dated December 6, 2005, the Bankruptcy Court entered an order titled “Order under 11 U.S.C. §§327(3) and 1107(b) and Fed.R.Bankr.P. 2014 Authorizing Employment and Retention of Banner & Witcoff, Ltd. as Intellectual Property Counsel to Debtors (“Banner Retention Order”),”

(Docket No. 1708) Exhibit C, and thereby granted the Debtors' request to employ Banner as intellectual property counsel under sections 327(e) and 1107(b) of the Bankruptcy Code and Rule 2014 of the Federal Rules of Bankruptcy Procedure, with approval of such employment being effective as of the Petition Date, October 8, 2005.

EVENTS BEFORE THE APPLICATION PERIOD,
INCLUDING IDENTIFICATION OF LITIGATION THAT GIVES RISE TO THIS
APPLICATION AND BANNER'S TERMS AND CONDITIONS OF ENGAGEMENT
IN REPRESENTING DELPHI IN THE LITIGATION

3. Delphi is a defendant in two civil actions for patent infringement in which Banner lawyers have represented Delphi from before the Petition Date. These are (a) Automotive Technologies International, Inc. ("ATI") v. BMW North America, Inc., et al., Appeal No. 06-1013 (Federal Circuit September 29, 2005) and its underlying case, Civil Action No. 01-71700 (April 30, 2001), and (b) Automotive Technologies International, Inc. v. Delphi Automotive Systems Corporation, et al., Civil Action No. 04-72035 (E.D.Mich. April 30, 2005). Together, these cases are routinely called the "ATI" cases by Banner.

4. Banner was retained to represent Delphi in the ATI cases by an exchange of letters of engagement described in paragraph 10 of an Affidavit of Charles W. Shifley filed in support of the application for retention of Banner, Exhibit D. See also Exhibits E and F, the subject letters of engagement. These letters reflect voluntary accommodations to Delphi including discounted rates and rates fixed over time.

5. Civil Action No. 04-72035 was stayed during the pendency of Appeal No. 06-1013 and remains stayed by District Court order.

6. Delphi has an indemnity agreement with General Motors Corporation implicated in the identified civil actions for patent infringement. Pursuant to the

agreement, at Delphi expense, Banner represents and has represented General Motors Corporation in these actions as well as Delphi.

EVENTS BEFORE THE APPLICATION PERIOD
CAUSING NECESSARY AND REASONABLE SERVICES AND DISBURSEMENTS

7. Between October 8 and November 14, 2005, Banner represented Delphi in necessary efforts in the identified appeal.

8. On November 14, 2005, Delphi served the appellate court and its opponent in the identified appeal with its Suggestion of Bankruptcy and Notice of Operation of Automatic Stay.

9. On November 22, 2005, the appellate court requested information whether the appeal should be stayed in total as to all parties and not just Delphi. Banner represented Delphi in responding.

10. On December 13, 2005, the appellate court issued an order temporarily staying briefing in the appeal and directing Delphi and its opponent to file status reports every sixty (60) days concerning whether this Bankruptcy Court has lifted the stay. Banner represented Delphi in response.

11. On January 13, 2006, Banner received a telephone call from a Federal Circuit mediation Co-ordinator, seeking mediation of the identified appeal. Through January 31, 2006, Banner represented Delphi and General Motors in response.

12. Between October 8 and January 31, 2005, and pursuant to employment by Delphi and Delphi's indemnity to General Motors Corporation, Banner actively represented General Motors in the identified appeal.

EVENTS DURING THE APPLICATION PERIOD
CAUSING NECESSARY AND REASONABLE SERVICES AND DISBURSEMENTS

13. Between February 1, 2006 and May 31, 2006, Banner represented Delphi in necessary efforts in the identified appeal.

14. Pursuant to a court order in the appeal, Banner prepared and filed two 60 day status reports with the Federal Circuit Court of Appeals, on or about February 9, 2006, and April 10, 2006, and began the preparation of a third 60 day status report at the end of the subject period.

15. Banner also prepared and filed a required appellate Docketing Statement.

16. Most significantly, throughout the subject period, Banner represented Delphi in contacts from the Federal Circuit Court of Appeals to initiate mediation, and then in preparing for mediation, including co-ordinating, negotiating and communicating with the mediator Mr. Bosses, Delphi in-house counsel Mr. Cosnowski, opposing counsel Mr. Baniak, and co-counsel for co-defendants.

17. As a part of the mediation effort, Banner also represented Delphi in a telephone pre-mediation conference, prepared and served the mediator with a mediation brief, and negotiated a mediation agreement proposed by the mediator, to conform to the needs of Delphi in bankruptcy.

18. Banner also read and appreciated the Delphi objection to the ATI motion to lift the bankruptcy stay, in support of Delphi in mediation.

19. Finally, Banner prepared and filed its first interim application for payment and reimbursement of expenses.

COMPLIANCE BY BANNER'S INVOICES NOS. 1616698, 1621735 and 1624090
WITH 11 U.S.C. 330, THE INTERIM COMPENSATION ORDER AND FEE
GUIDELINES

20. This application and Banner's invoices Nos. 1616698, 1621735 and 1624090, Exs. G, H, and I comply with 11 U.S.C. 330, the Interim Compensation Order (Docket No. 869), as amended by supplemental orders (Docket Nos. 2747, 2986, 3630 and 4545)("the Fee Order") and the U.S. Trustee Fee Guidelines, the Guidelines for Fees and Disbursements for Professionals in Southern District of New York Bankruptcy Cases, and the Amended Guidelines for Fees and Disbursements for Professionals in Southern District of New York Bankruptcy Cases (together, "The Guidelines"), to the best of Banner's ability to provide compliance, and in that they contain all required information and are for necessary and reasonable services and disbursements provided to Delphi in the ATI cases.

21. The Certifying Professional certifies this application as in his Certification, Exhibit B.

22. Further, among other matters, lists of the individuals who provided services during the statement periods are at page 3 of Invoice 1616698 and page 5 of Invoice 1621735, and page 3 of Invoice 1624090 Exs. G, H and I and in the Summary Sheet, Exhibit A. All listed individuals other than Mr. Phillips are attorneys. Mr. Phillips is a paralegal.

23. The Banner invoices also comply in that respective billing rates, aggregate hours, and reasonably detailed breakdowns of disbursements, and contemporaneously maintained time entries for each individual in increments of tenths (1/10) of an hour are all part of the invoices.

24. The Banner invoices also comply in that disbursements are billed at rates and in accordance with practices customarily employed by the applicant and generally

accepted by the applicant's clients, and the disbursements, for photocopies, both internal and external, telecommunications, both toll charges and facsimile transmissions, courier and freight, printing, court reporter and transcripts, messenger services, computerized research, out of town travel expenses, word processing, secretarial and other staff services, cellular telephones, overtime expenses, local and daytime meals, local transportation, and all other disbursements, satisfy the requirements of The Guidelines²⁵.

Banner believes its invoices and this application also comply with all other aspects of the Fee Order and all applicable laws, rules, orders, guidelines and the like. To any extent there is any technical noncompliance, Banner respectfully requests a waiver for any such matter.

ALL REQUIRED NOTICES HAVE BEEN PROVIDED; THERE HAS BEEN NO
OBJECTION

26. Banner has provided all required notices pursuant to the Fee Order, including serving monthly statements under paragraph 2(a) of the Order, serving this fee application under paragraph 2(a) of the Order, serving an e-mail notice of the filing of this application and a listing of exhibits filed in support of it on the 2002 Entities List pursuant to paragraph 8 of the Order. See Exhibits J, K and L.

CONCLUSION

WHEREFORE, Banner respectfully requests that the Court (a) enter an order allowing interim compensation of \$41,786.66 to Banner for necessary and reasonable professional services rendered as attorneys for the Debtors during the application period, plus reimbursement of actual and necessary charges and disbursements incurred in the sum of \$552.66 for a total sum of \$42,339.32 and, (b) grant such other and further relief as is just and equitable under the circumstances.

A proposed order is attached at Exhibit M.

Respectfully submitted,

Dated: Whitestone, New York
July 31, 2006

PANTERIS & PANTERIS, LLP
Attorneys for Banner & Witcoff, LTD

By: /s/GeorgePanteris
George Panteris (GP3235)
19-02 Whitestone Expressway, Suite 401
Whitestone, NY 11357
(718) 746-2154

CERTIFICATE OF SERVICE

The undersigned, an attorney, hereby certifies that he caused a copy of the foregoing SECOND INTERIM APPLICATION OF BANNER & WITCOFF, LTD., INTELLECTUAL PROPERTY COUNSEL TO DELPHI CORPORATION, SEEKING ALLOWANCE AND PAYMENT OF INTERIM COMPENSATION AND REIMBURSEMENT OF EXPENSES UNDER 11 U.S.C. SECTIONS 330 AND 331 to be served upon the following attorneys by Federal Express:

Delphi Corporation
5725 Delphi Drive
Troy, MI 48098
Attn: General Counsel

Skadden, Arps, Slate, Meagher & Flom, LLP
333 West Wacker Drive
Suite 2100
Chicago, IL 60606
Attn: John Wm. Butler, Jr., Esq.

Office of the United States Trustee
For the Southern District of New York
33 Whitehall Street
Suite 2100
New York, NY 10004
Attn: Alicia M. Leonhand

Latham & Watkins LLP
885 Third Avenue
New York, NY 10022-4802
Attn: Robert J. Rosenberg

Simpson Thacher & Bartlett, LLP
425 Lexington Avenue
New York, NY 10017
Attn: Marissa Wesley

Davis Polk & Wardell
450 Lexington Avenue
New York, NY 10017
Attn: Marlane Melican

And by e-mail to the parties listed on the 2002 List located at www.delphidocket.com:

A copy of which is attached hereto.

Date: 7-31-06

By: Charles W Shipley

Delphi Corporation
2002 List

COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY	PHONE	FAX	EMAIL	PARTY / FUNCTION
Airgas, Inc.	David Boyle	259 Radnor-Chester Road, Suite 100	P.O. Box 6675	Radnor	PA	19087-9675		610-230-3064	310-687-1052	david.boyle@airgas.com	Counsel to Airgas, Inc.
Ajamie LLP	Thomas A. Ajamie	711 Louisiana	Suite 2150	Houston	TX	77002		713-860-1600	713-860-1699	ajamie@ajamie.com	Counsel to SANLUS Rassin International, Inc.; Rassin, S.A. de C.V.
Akebono Corporation (North America)	Alan Swetch	34385 Twelve Mile Road		Farmington Hills	MI	48331		248-489-7406	866-509-0888	aswetch@akebono-usa.com	Vice President of Administration for Akebono Corporation
Akin Gump Strauss Hauer & Feld, LLP	Peter J. Gurfein	2029 Century Park East	Suite 2400	Los Angeles	CA	90067		310-552-6696	310-229-1001	pgurfein@akingump.com	Counsel to Viamco, Inc.
Allen Matkins Leck Gamble & Mallory LLP	Michael S. Greger	1900 Main Street	Fifth Floor	Irvine	CA	92614-7321		949-553-1313	949-553-8354	mgreger@allenmatkins.com	Counsel to Kilroy Realty, L.P.
Alston & Bird, LLP	Craig E. Freeman	90 Park Avenue		New York	NY	10016		212-210-9400	212-922-3891	craig.freeman@alston.com	Counsel to Cadence Innovation, LLC
Alston & Bird, LLP	Dennis J. Connolly; David A. Wender	1201 West Peachtree Street		Allentia	GA	30309		404-881-7269	404-253-8554	dconnolly@alston.com	Counsel to Cadence Innovation, LLC
Ambrake Corporation	Brandon J. Kessinger	300 Ring Road		Elizabethtown	KY	42701		270-234-5428	270-737-3044	bwender@alston.com	Representative for Ambrake Corporation
American Axle & Manufacturing, Inc.	Steven R. Keyes	One Dauch Drive, Mail Code 6E-2-42		Detroit	MI	48243		313-758-4868		skessinger@akebono-usa.com	Representative for American Axle & Manufacturing, Inc.
Andrews Kurth LLP	Gogi Malik	1717 Main Street	Suite 3700	Dallas	TX	75201		214-659-4400	214-559-4401	gmalik@akebono-usa.com	Counsel to ITW Mortgage Investments IV, Inc.
Andrews Kurth LLP	Monica S. Blacker	1717 Main Street	Suite 3700	Dallas	TX	75201		214-659-4400	214-559-4401	gmalik@akebono-usa.com	Counsel to ITW Mortgage Investments IV, Inc.
Angelo, Gordon & Co.	Leigh Walzer	245 Park Avenue	26th Floor	New York	NY	10167		212-692-8251	212-867-6395	lwalzer@angelogordon.com	Counsel to Stanley Electric Sales of America, Inc.
Anglin, Flewelling, Rasmussen, Campbell & Tryfoll, LLP	Mark T. Flewelling	199 South Los Robles Avenue	Suite 600	Pasadena	CA	91101-2459		626-535-1900	626-571-7764	ml@afetel.com	Counsel to Stanley Electric Sales of America, Inc.
APS Clearing, Inc.	Andy Leinhoff	1301 S. Capital of Texas Highway	Suite B-220	Austin	TX	78746		512-314-4416	512-314-4462	aleinhoff@amph.com	Counsel to APS Clearing, Inc.
APS Clearing, Inc.	Matthew Hamilton	1301 S. Capital of Texas Highway	Suite B-220	Austin	TX	78746		512-314-4416	512-314-4462	aleinhoff@amph.com	Counsel to APS Clearing, Inc.
Arent Fox PLLC	Mitchell D. Cohen	1675 Broadway		New York	NY	10019		212-484-3900	212-484-3990	mhamilton@amph.com	Counsel to Pullman Bank and Trust Company
Arent Fox PLLC	Robert M. Hirsch	1675 Broadway		New York	NY	10019		212-484-3900	212-484-3990	robert.hirsch@arentfox.com	Counsel to Pullman Bank and Trust Company
Anall Golden Gregory LLP	Darryl S. Laddin	171 17th Street NW	Suite 2100	Atlanta	GA	30363-1031		404-873-8120	404-873-8121	hladd@aggl.com	Counsel to Daishinku (America) Corp. d/b/a KDS America ("Daishinku"), SBC
Arnold & Porter LLP	Joel M. Gross	555 Twelfth Street, N.W.		Washington	D.C.	20004-1206		202-942-5000	202-942-5999	jgross@arnold.com	Counsel to CSX Transportation, Inc.
ATS Automation Tooling Systems Inc.	Carl Galloway	250 Royal Oak Road		Cambridge	Ontario	N3H 4R6	Canada	519-653-4463	519-650-6520	cgalloway@atsautomation.com	Company
Barack, Ferrazzano, Kirschbaum Periman, & Nagelberg LLP	Kimberly J. Robinson	333 West Wacker Drive	Suite 2700	Chicago	IL	60606		312-629-5170	312-984-3150	kim.robinson@bkpn.com	Counsel to Motion Industries, Inc.
Barack, Ferrazzano, Kirschbaum Periman, & Nagelberg LLP	William J. Barrett	333 West Wacker Drive	Suite 2700	Chicago	IL	60606		312-629-5170	312-984-3150	william.barrett@bkpn.com	Counsel to Motion Industries, Inc.
Barnes & Thornburg LLP	Alan K. Mills	11 S. Meridian Street		Indianapolis	IN	46204		317-236-1313	317-231-7433	alan.mills@blaw.com	Counsel to Mays Chemical Company
Barnes & Thornburg LLP	John T. Gregg	300 Ottawa Avenue, NW	Suite 500	Grand Rapids	MI	49503		616-742-3930	626-742-3999	john.gregg@blaw.com	Counsel to Priority Health; Clarion Corporation of America
Barnes & Thornburg LLP	Mark R. Owens	11 S. Meridian Street		Indianapolis	IN	46204		317-236-1313	317-231-7433	mark.owens@blaw.com	Counsel to Clarion Corporation of America
Barnes & Thornburg LLP	Michael K. McCrory	11 S. Meridian Street		Indianapolis	IN	46204		317-236-1313	317-231-7433	michael.mccrory@blaw.com	Counsel to Gibbs Die Casting Corporation; Clarion Corporation of America
Barnes & Thornburg LLP	Patrick E. Mears	300 Ottawa Avenue, NW	Suite 500	Grand Rapids	MI	49503		616-742-3936	616-742-3999	pmears@blaw.com	Counsel to Amada Rubber Manufacturing Company; Bank of America Leasing & Leasing & Capital, LLC & AutoCam Corporation
Barnes & Thornburg LLP	Wendy D. Brewer	11 S. Meridian Street		Indianapolis	IN	46204		317-236-1313	317-231-7433	wendy.brewer@blaw.com	Counsel to Gibbs Die Casting Corporation

In re: Delphi Corporation, et al.
Case No. 05-44481 (RDD)

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2002 List 060724

Delphi Corporation
2002 List

COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY	PHONE	FAX	EMAIL	PARTY/FUNCTION
Bartlett Hackett Feinberg P.C.	Frank F. McGinn	155 Federal Street	9th Floor	Boston	MA	02110		617-422-0200	617-422-0383	frank@bartlettfeinberg.com	Counsel to Iron Mountain Information Management, Inc.
Beeman Law Office	Thomas M. Beeman	33 West 10th Street	Suite 200	Anderson	IN	46016		765-640-1330	765-640-1332	tom@beemanlawoffice.com	Counsel to Madison County (Indiana) Treasurer
Bernstein Lilowitz Berger & Grossman	Hannah E. Greenwald	1285 Avenue of the Americas		New York	NY	10019		212-554-1411	212-554-1444		Counsel to Teachers Retirement System of Oklahoma; Public Employees Retirement System of Oklahoma; Public Employees Retirement System of Mississippi; Raifeisen Kapitalanlage-Gesellschaft m.b.H. and Stichting Pensioenfonds ABP
Bernstein Lilowitz Berger & Grossman	John P. Coffey	1285 Avenue of the Americas		New York	NY	10019		212-554-1409	212-554-1444	hannah@bblglaw.com	Counsel to Teachers Retirement System of Oklahoma; Public Employees Retirement System of Mississippi; Raifeisen Kapitalanlage-Gesellschaft m.b.H. and Stichting Pensioenfonds ABP
Bernstein Lilowitz Berger & Grossman	Wallace A. Showman	1285 Avenue of the Americas		New York	NY	10019		212-554-1429	212-554-1444	sean@bblglaw.com	Counsel to SANLUIS Rassini International, Inc.; Rassini, S.A. de C.V.
Berry Mooman P.C.	James P. Murphy	535 Griswold	Suite 1900	Detroit	MI	48226		313-496-1200	313-496-1300	wallace@bblglaw.com	Counsel to Kamax L.P.; Optrex America, Inc.
Bialson, Bergen & Schwab	Kenneth T. Law, Esq.	2600 El Camino Real	Suite 300	Palo Alto	CA	94306		650-857-9500	650-494-2738	murphy@berrymooman.com	Counsel to UPS Supply Chain Solutions, Inc.
Bialson, Bergen & Schwab	Lawrence M. Schwab, Esq.	2600 El Camino Real	Suite 300	Palo Alto	CA	94306		650-857-9500	650-494-2738	klaw@bbslaw.com	Counsel to UPS Supply Chain Solutions, Inc.; Selection Corporation; Selection De Mexico SA de CV; Selection Invoitronics; Coherent, Inc.; Veritas Software Corporation
Bialson, Bergen & Schwab	Patrick M. Costello, Esq.	2600 El Camino Real	Suite 300	Palo Alto	CA	94306		650-857-9500	650-494-2738	lschwab@bbslaw.com	Selection Corporation; Selection de Mexico SA de CV; Selection Invoitronics and Coherent, Inc.
Bialson, Bergen & Schwab	Thomas M. Gaa	2600 El Camino Real	Suite 300	Palo Alto	CA	94306		650-857-9500	650-494-2738	pcostello@bbslaw.com	Counsel to Veritas Software Corporation
Blank Rome LLP	Bonnie Glantz Fatell	Chase Manhattan Centre	1201 Market Street, Suite 800	Wilmington	DE	19801		302-425-6423	302-428-5110	tgaa@bbslaw.com	Counsel to Special Devices, Inc.
Blank Rome LLP	Marc E. Richards	The Chrysler Building	405 Lexington Avenue	New York	NY	10174		212-885-5000	212-885-5002	fatell@blankrome.com	Counsel to DENSIO International America, Inc.
Bodman LLP	Ralph E. McDowell	100 Renaissance Center	34th Floor	Detroit	MI	48243		313-393-7592	313-393-7579	mrchards@blankrome.com	Counsel to Freudenberg-NOK; General Partnership; Freudenberg-NOK, Inc.; Flextech, Inc.; Vibracoustic de Mexico, S.A. de C.V.; Lear Corporation; American Axle & Manufacturing, Inc.
Bond, Schoenack & King, PLLC	Camille W. Hill	One Lincoln Center	18th Floor	Syracuse	NY	13202		315-218-8000	315-218-8100	rmcdowell@bodmanllp.com	Counsel to Marquardt GmbH and Marquardt Switches, Inc.; Tessa Plastics Corp.
Bond, Schoenack & King, PLLC	Charles J. Sullivan	One Lincoln Center	18th Floor	Syracuse	NY	13202		315-218-8000	315-218-8100	chill@bsk.com	Counsel to Demolding Corporation
Bond, Schoenack & King, PLLC	Stephen A. Donato	One Lincoln Center	18th Floor	Syracuse	NY	13202		315-218-8000	315-218-8100	csullivan@bsk.com	Counsel to Marquardt GmbH and Marquardt Switches, Inc.; Tessa Plastics Corp.; Demolding Corporation
Bose McKinney & Evans LLP	Jeannette Eisan Hinshaw	135 N. Pennsylvania Street	Suite 2700	Indianapolis	IN	46204		317-684-5296	317-684-5173	sdonato@bsk.com	Counsel to Decatur Plastics Products, Inc. and Eikenberry & Associates, Inc.; Lorentson Manufacturing Company, Inc.; Lorentson Tooling, Inc.; L & S Tools, Inc.; Hewitt Tool & Die, Inc.

In re: Delphi Corporation, et al.
Case No. 05-44481 (RDD)

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Delphi Corporation
2002 List

COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY	PHONE	FAX	EMAIL	PARTY / FUNCTION
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Sony Electronics Inc.	Lloyd B. Sarakin - Chief Counsel, Finance and Credit	1 Sony Drive	MD #1 E-4	Park Ridge	NJ	07656		201-930-7483		richards@sennenschein.com	Counsel to Sony Electronics, Inc.
Soliroff & Abramczyk, P.C.	Robert M. Gold	30400 Telegraph Road	Suite 444	Bingham Farms	MI	48025		248-642-6000	248-642-9001	lloyd.sarakin@am.sony.com	Counsel to Michigan Heritage Bank; MHB Leasing, Inc.
Squire, Sanders & Dempsey L.L.P.	Eric Marcks	One Maritime Plaza	Suite 300	San Francisco	CA	94111-3492			415-393-9887	rgold@solablaw.com	Counsel to Funakawa Electric Co., Ltd. And Funakawa Electric North America, APD Inc.
Squire, Sanders & Dempsey L.L.P.	Penn Ayers Butler	600 Hansen Way		Palo Alto	CA	94304		650-856-6500	650-843-8777	amarcks@sad.com	Counsel to Funakawa Electric Co., Ltd. And Funakawa Electric North America, APD Inc.
State of California Office of the Attorney General	Sarah E. Morrison	Deputy Attorney General	300 South Spring Street Ste 1702	Los Angeles	CA	90013		213-897-2640	213-897-2802	pabuffer@ssd.com	Attorneys for the State of California Department of Toxic Substances Control
State of Michigan Department of Labor & Economic Growth, Unemployment Insurance Agency	Roland Hwang Assistant Attorney General	3030 W. Grand Boulevard	Suite 9-600	Detroit	MI	48202		313-456-2210	313-456-2201	sarah.morrison@doj.ca.gov	Assistant Attorney General for State of Michigan, Unemployment Tax Office of the Department of Labor & Economic Growth, Unemployment Insurance Agency
Steel Technologies, Inc.	John M. Baumann	15415 Shelbyville Road		Louisville	KY	40245		502-245-0322	502-245-0542	hwang@steeltechnologies.com	Counsel to Steel Technologies, Inc.
Stein, Rudser, Cohen & Magid LLP	Robert F. Kidd	825 Washington Street	Suite 200	Oakland	CA	94607		510-287-2385	510-987-8333	imbaumann@steeltechnologies.com	Counsel to Excel Global Logistics, Inc.
Steinberg Shapiro & Clark	Mark H. Shapiro	24901 Northwestern Highway	Suite 611	Southfield	MI	48075		248-352-4700	248-352-4488	rkidd@srcl-law.com	Counsel to Bing Metals Group, Inc.; Gentral Transport International, Inc.; Crown Enterprises, Inc.; Economy Transport, Inc.; Logistics Insight Corp (LINC); Universal Am-Can, Ltd.; Universal Truckload Services, Inc.
Sterns & Weinroth, P.C.	Jeffrey S. Posta	50 West State Street, Suite 1400	PO Box 1298	Trenton	NJ	08607-1298		609-392-2100	609-392-7956	shapiro@steinbergshapiro.com	Counsel to Doosan Infracore America Corp.
Stevens & Lee, P.C.	Chester B. Salomon, Esq. Constantine D. Pourakis, Esq.	485 Madison Avenue	20th Floor	New York	NY	10022		212-319-8500	212-319-8505	postata@sternslaw.com	Counsel to Tonelli Canada Ltd.; VJ Technologies, Inc. and V.J. Electronix, Inc.
Stinson Morrison Hecker LLP	Mark A. Shaiken	1201 Walnut Street		Kansas City	MO	64108		816-842-8600	816-691-3495	cs@stevenslee.com	Counsel to ThyssenKrupp Waupaca, Inc. and ThyssenKrupp Stahl Company
Stiles & Hartison PLLC	Madison L. Cashman	424 Church Street	Suite 1800	Nashville	TN	37219		615-244-5200	615-782-2371	mshaiken@stinsonmoheck.com	Counsel to Seateh, Inc.

In re: Delphi Corporation, et al.
Case No. 05-44481 (RDD)

Delphi Corporation
2002 List

COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY	PHONE	FAX	EMAIL	PARTY / FUNCTION
Sittes & Harbison PLLC	Robert C. Goodrich, Jr.	424 Church Street	Suite 1800	Nashville	TN	37219		615-244-5200	615-782-2371	madison.cashman@sittes.com	Counsel to Select, Inc.
Sittes & Harbison, PLLC	W. Robinson Beard, Esq.	400 West Market Street		Louisville	KY	40202		502-681-0448	502-779-8274	ward@sittes.com	Counsel to WAKO Electronics (USA), Inc. and Ambrake Corporation
Stroock & Stroock & Lavan, LLP	Joseph G. Minias	180 Maiden Lane		New York	NY	10038		212-806-5400	212-806-6006	jminias@strock.com	Counsel to 975 Opdyke LP, 1401 Troy Associates Limited Partnership c/o Elkin Equities, Inc., 1401 Troy Associates LP, Brighton Limited Partnership, DPS Information Services, Inc., Elkin Management Services, Inc. and Elkin Real Properties
Stroock & Stroock & Lavan, LLP	Kristopher M. Hansen	180 Maiden Lane		New York	NY	10038		212-806-5400	212-806-6006		Counsel to 975 Opdyke LP, 1401 Troy Associates Limited Partnership, 1401 Troy Associates Limited Partnership c/o Elkin Equities, Inc., 1401 Troy Associates LP, Brighton Limited Partnership, DPS Information Services, Inc., Elkin Management Services, Inc. and Elkin Real Properties
Swidler Berlin LLP	Robert N. Steinwurtzel	The Washington Harbour	3000 K Street, N.W.	Washington	DC	20007		202-424-7500	202-424-7645	khansen@strock.com	Counsel to 975 Opdyke LP, 1401 Troy Associates Limited Partnership, 1401 Troy Associates Limited Partnership c/o Elkin Equities, Inc., 1401 Troy Associates LP, Brighton Limited Partnership, DPS Information Services, Inc., Elkin Management Services, Inc. and Elkin Real Properties
Taft, Stettinius & Hollister LLP	Richard L. Ferrell	425 Walnut Street	Suite 300	Cincinnati	OH	45202-3957		513-381-2838		rstettinw@strock.com	Counsel to Wren Industries, Inc.
Taft, Stettinius & Hollister LLP	W Timothy Miller Esq	425 Walnut Street	Suite 1800	Cincinnati	OH	45202		513-381-2838	513-381-0205	ferrell@taftlaw.com	Counsel to Wren Industries, Inc.
Tennessee Department of Revenue	Marvin E. Clements, Jr.	c/o TN Attorney General's Office, Bankruptcy Division	PO Box 20207	Nashville	TN	37202-0207		615-532-2504	615-741-3334	miller@taftlaw.com	Counsel to Select Industries Corporation and Gobar Systems, Inc.
Terra Law LLP	David B. Draper	80 S. Market Street	Suite 200	San Jose	CA	95113		408-299-1200	408-998-4895	marvinclements@select.us	Counsel to Maxin Integrated Products, Inc.
Thacher Proffitt & Wood LLP	Jonathan D. Forstot	Two World Financial Center		New York	NY	10281		212-912-7679	212-912-7751	ddraper@terra-law.com	Counsel to TT Electronics, Plc
Thacher Proffitt & Wood LLP	Louis A. Curcio	Two World Financial Center		New York	NY	10281		212-912-7607	212-912-7751	forstot@tpw.com	Counsel to TT Electronics, Plc
The Furukawa Electric Co., Ltd.	Mr. Tetsuhiro Nizeki	6-1 Manurouchi	2-Chrome, Chiyoda-ku	Tokyo	Japan	100-8322			81-3-3286-3919	leucio@tpw.com	Legal Department of The Furukawa Electric Co., Ltd
The Timpken Corporation BIC - 08	Robert Morris	1835 Dueber Ave. SW	PO Box 6927	Canton	OH	44706-0927		330-438-3000	1-330-471-4388	nizeki.tetsuhiro@furukawa.co.jp	Representative for Timpken Corporation
Thelen Reid & Priest LLP	Daniel A. Lowenthal	875 Third Avenue		New York	NY	10022		212-603-2000	212-603-2001	robert.morris@timpken.com	Counsel to OKI Semiconductor Company
Thelen Reid & Priest LLP	David A. Lowenthal	875 Third Avenue		New York	NY	10022		212-603-2000	212-603-2001	dloventhal@thelenreid.com	Counsel to American Finance Group, Inc. db/a Guaranty Capital Corporation
Thompson & Knight	Rhett G. Campbell	333 Clay Street	Suite 3300	Houston	TX	77002		713-654-1871	713-654-1871	dloventhal@thelenreid.com	Counsel to STMicroelectronics, Inc.
Thompson & Knight LLP	Ira L. Herman	919 Third Avenue	39th Floor	New York	NY	10022-3915		212-751-3045	214-999-9139	rhett.campbell@tklaw.com	Counsel to Victory Packaging
Thompson & Knight LLP	John S. Brannon	1700 Pacific Avenue	Suite 3300	Dallas	TX	75201-4693		214-969-1505	214-969-1609	ira.herman@tklaw.com	Counsel to Victory Packaging
Thurman & Phillips, P.C.	Ed Phillips, Jr.	8000 IH 10 West		San Antonio	TX	78230				john.brannon@tklaw.com	Counsel to Royberg, Inc. db/a Precision Mold & Tool and db/a Precision Mold and Tool Group
Todd & Levi, LLP	Jill Levi, Esq.	444 Madison Avenue	Suite 1202	New York	NY	10022		212-308-7400		edphillips@thurman-phillips.com	Counsel to Bank of Lincolnwood
Togut, Segal & Segal LLP	Albert Togut, Esq.	One Penn Plaza	Suite 3335	New York	NY	10119		212-594-5000	212-967-4258	jlevi@toddlevi.com	Conflicts counsel to Dabors
Traub, Bonaquist & Fox LLP	Maura I. Russell	655 Third Avenue	21st Floor	New York	NY	10017		212-478-4770	212-478-4787	bmcdonough@teamlaw.com	Counsel to SPCP Group LLC
	Wendy G. Marcarl									DBR@tblsq.com	

In re, Delphi Corporation, et al.
Case No. 05-44481 (RDD)

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Delphi Corporation
2002 List

COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY	PHONE	FAX	EMAIL	PARTY / FUNCTION
Tyler, Cooper & Alcom, LLP	W. Joe Wilson	City Place	35th Floor	Hartford	CT	06103-3488		860-725-6200	860-278-3802	wjwilson@tylercooper.com	Counsel to Barnes Group, Inc.
Underberg & Kessler, LLP	Helen Zamboni	300 Bausch & Lomb Place		Rochester	NY	14604		585-258-2800	585-258-2821	hazamboni@underbergkessler.com	Counsel to McAlpin Industries, Inc.
Union Pacific Railroad Company	Mary Ann Kilgore	1400 Douglas Street	MC 1580	Omaha	NE	68179		402-544-4195	402-501-0127	mkgilgore@UP.com	Counsel to Union Pacific Railroad Company
United Steel, Paper and Forestry, Rubber, Manufacturing, Energy, Allied Industrial and Service Workers, International Union (USW), AFL-CIO	David Jury, Esq.	Five Gateway Center	Suite 807	Pittsburgh	PA	15222		412-562-2549	412-562-2429	djury@steelworkers-usw.org	Counsel to United Steel, Paper and Forestry, Rubber, Manufacturing, Energy, Allied Industrial and Service Workers, International Union (USW), AFL-CIO
Varnum, Riddering, Schmidt & Howett LLP	Michael S. McElwee	Bridgewater Place	P.O. Box 353	Grand Rapids	MI	49501-0352		616-336-6827	616-336-7000	mcmcelwee@varnumlaw.com	Counsel to Furukawa Electric North America APD
Vorys, Sater, Seymour and Pease LLP	Robert J. Sidman, Esq.	52 East Gay Street	P.O. Box 1008	Columbus	OH	43216-1008		614-464-6422	614-719-8676	rsidman@vsssp.com	Counsel to America Online, Inc. and its Subsidiaries and Affiliates
Vorys, Sater, Seymour and Pease LLP	Tiffany Strelow Cobb	52 East Gay Street		Columbus	OH	43215		614-464-8322	614-719-4663	tsidman@vsssp.com	Counsel to Capital Research and Management Company
Wachtell, Lipton, Rosen & Katz	Emil A. Kleinhaus	51 West 52nd Street		New York	NY	10019-6150		212-403-1000	212-403-2000	esobbe@vsssp.com	Counsel to Capital Research and Management Company
Wachtell, Lipton, Rosen & Katz	Richard G. Mason	51 West 52nd Street		New York	NY	10019-6150		212-403-1000	212-403-2000	EAkleinhaus@wfk.com	Counsel to Capital Research and Management Company
Waller Lansden Dortch & Davis, PLLC	David E. Lemke, Esq.	511 Union Street	Suite 2700	Nashville	TN	37219		615-244-6380	615-244-6804	RGmason@wfk.com	Counsel to Nissan North America, Inc.
Waller Lansden Dortch & Davis, PLLC	Robert J. Weihoeller, Esq.	511 Union Street	Suite 2700	Nashville	TN	37219		615-244-6380	615-244-6804	david.lemke@wallerlaw.com	Counsel to Nissan North America, Inc.
Warner Norcross & Judd LLP	Gordon J. Toering	900 Fifth Third Center	111 Lyon Street, N.W.	Grand Rapids	MI	49503		616-752-2185	616-222-2185	robert.weihoeller@wallerlaw.com	Counsel to Robert Bosch Corporation
Warner Norcross & Judd LLP	Michael G. Cruse	2000 Town Center	Suite 2700	Southfield	MI	48075		248-784-5131	248-603-9631	gtoering@wnj.com	Counsel to Compumware Corporation
Warner Norcross & Judd LLP	Stephen B. Grow	900 Fifth Third Center	111 Lyon Street, N.W.	Grand Rapids	MI	49503		616-752-2158		mcruse@wnj.com	Counsel to Behr Industries Corp.
Warner Stevens, L.L.P.	Michael D. Warner	301 Commerce Street	Suite 1700	Fort Worth	TX	76102		817-810-5250	817-810-5255	srowse@wnj.com	Counsel to Electronic Data Systems Corp. and EDS Information Services, L.L.C.
Welland, Golden, Smiley, Wang Elwell & Srok, LLP	Lei Lei Wang Elwell	650 Town Center Drive	Suite 950	Costa Mesa	CA	92626		714-966-1000	714-966-1002	bankruptcy@warnerstevens.com	Counsel to Toshiba America Electronic Components, Inc.
Weinstein, Eisen & Weiss LLP	Aram Ordubegian	1925 Century Park East	#1150	Los Angeles	CA	90067		310-203-9393	310-203-8110	lekyall@wnlp.com	Counsel to Ortech, Inc.
Wellman, Weinberg & Reis Co., L.P.A.	Geoffrey J. Peters	175 South Third Street	Suite 900	Columbus	OH	43215		614-857-4326	614-222-2193	aordubegian@weinstein.com	Counsel to Seven Seventeen Credit Union
White & Case LLP	Glenn Kurtz Gerard Uzzi Douglas Baumstein	1155 Avenue of the Americas		New York	NY	10036-2787		212-819-8200		gkurtz@ny.whitecase.com guzzi@whitecase.com dbaumstein@ny.whitecase.com	Counsel to Appaloosa Management, LP
White & Case LLP	Thomas Lauria Frank Ealon	Wachovia Financial Center	200 South Biscayne Blvd., Suite 4900	Miami	FL	33131		305-371-2700	305-358-5744	llauria@whitecase.com fealon@miami.whitecase.com	Counsel to Appaloosa Management, LP
Whyte, Hirschboeck Dudek S.C.	Bruce G. Arnold	555 East Wells Street	Suite 1900	Milwaukee	WI	53202-4894		414-273-2100	414-223-5000	barnold@whyhlaw.com	Counsel to Schunk Graphite Technology
Winstead Sechrest & Minick P.C.	Berry D. Spears	401 Congress Avenue	Suite 2100	Austin	TX	78701		512-370-2800	512-370-2850	bspears@winstead.com	Counsel to National Instruments Corporation
Winstead Sechrest & Minick P.C.	R. Michael Farquhar	5400 Renaissance Tower	1201 Elm Street	Dallas	TX	75270		214-745-5400	214-745-5390	mfarquhar@winstead.com	Counsel to National Instruments Corporation
Winthrop Couchot Professional Corporation	Marc J. Winthrop	660 Newport Center Drive	4th Floor	Newport Beach	CA	92660		949-720-4100	949-720-4111	mwinthrop@winthropcouchot.com	Counsel to Metal Surfaces, Inc.
Winthrop Couchot Professional Corporation	Sean A. O'Keefe	660 Newport Center Drive	4th Floor	Newport Beach	CA	92660		949-720-4100	949-720-4111	sokkeefe@winthropcouchot.com	Counsel to Metal Surfaces, Inc.
WL Ross & Co., LLC	Oscar Iglesias	600 Lexington Avenue	19th Floor	New York	NY	10022		212-826-1100	212-317-4893	oiglesias@wlrross.com	Counsel to WL Ross & Co., LLC
Womble Carlyle Sandridge & Rice, PLLC	Lillian H. Pinto	300 North Greene Street	Suite 1900	Greensboro	NC	27402		336-574-8058	336-574-4528	lpinto@wcsr.com	Counsel to Amacell

In re: Delphi Corporation, et al.
Case No. 05-44481 (RDD)

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Delphi Corporation
2002 List

COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY	PHONE	FAX	EMAIL	PARTY / FUNCTION
Zeichner Ellman & Krause LLP	Peter Janovsky	575 Lexington Avenue		New York	NY	10022		212-223-0400	212-753-0396	pjanovsky@zeklaw.com	Counsel to Toyota Tsusho America, Inc.
Zeichner Ellman & Krause LLP	Stuart Krause	575 Lexington Avenue		New York	NY	10022		212-223-0400	212-753-0396	skrause@zeklaw.com	Counsel to Toyota Tsusho America, Inc.

EXHIBIT A

BANNER & WITCOFF, LTD.
10 South Wacker Drive
Suite 3000
Chicago, Illinois 60606
312-463-5000
Charles W. Shifley
Binal J. Patel

Attorneys for Delphi Corporation, et al.,
Debtors and Debtors-in-Possession

Delphi Legal Information Hotline:
Toll Free: (800) 718-5305
International: (248) 813-2698

Delphi Legal Information Website
<http://www.delphidocket.com>

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK
-----X

In re	:	Chapter 11
DELPHI CORPORATION, et al.	:	Case No. 05-44481 (RDD)
Debtors.	:	(Jointly Administered)
- - - - -	X	

SUMMARY SHEET
FOR SECOND INTERIM APPLICATION OF BANNER & WITCOFF, LTD.,
INTELLECTUAL PROPERTY COUNSEL TO DELPHI CORPORATION, SEEKING
ALLOWANCE AND PAYMENT OF INTERIM COMPENSATION AND
REIMBURSEMENT OF EXPENSES UNDER 11 U.S.C. SECTIONS 330 AND 331

Banner & Witcoff, Ltd. (“Banner”), intellectual property counsel for Delphi Corporation (“Delphi”), and a Retained Professional, submits this Summary Sheet in support of its second interim application seeking a second interim allowance and payment of compensation and reimbursement of expenses under 11 U.S.C. §§330 and 331 for the period from February 1, 2006 through May 31, 2006 (“the Application Period”).

TOTAL COMPENSATION AND EXPENSES REQUESTED AND ANY AMOUNT(S)
PREVIOUSLY REQUESTED

Requested: \$42,339.32
Previously Requested: \$29,992.00

TOTAL COMPENSATION AND EXPENSES PREVIOUSLY
AWARDED BY THE COURT

Total Previously Awarded: Zero

NAME AND APPLICABLE BILLING RATE FOR EACH PERSON WHO BILLED TIME
DURING THE PERIOD, AND DATE OF BAR
ADMISSION FOR EACH ATTORNEY

Matthew P. Becker	\$295.00	1998
Ted L. Field	\$215.00	2002
Matthew S. Phillips	\$115.00	Paralegal
Charles W. Shifley	\$435.00	1976
Binal J. Patel	\$320.00	1996

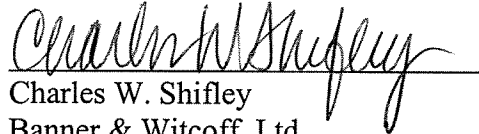
TOTAL HOURS BILLED AND TOTAL AMOUNT OF BILLING FOR EACH PERSON WHO
BILLED TIME DURING BILLING PERIOD

Matthew P. Becker	1.00 hours	\$295.00
Ted L. Field	0.20 hours	\$ 43.00
Matthew S. Phillips	0.80 hours	\$ 92.00
Charles W. Shifley	73.6 hours	\$32,016.00
Binal J. Patel	27.4 hours	\$8,768.00

COMPUTATION OF BLENDED HOURLY RATE FOR PERSONS WHO BILLED TIME
DURING PERIOD, EXCLUDING PARALEGAL OR OTHER
PARAPROFESSIONAL TIME

Blended hourly rate: \$298.75 per hour

Respectfully submitted,

A handwritten signature in cursive script, appearing to read "Charles W. Shifley", written over a horizontal line.

Charles W. Shifley
Banner & Witcoff, Ltd.
10 South Wacker Drive
Suite 3000
Chicago, Illinois 60606
Telephone: (312) 463-5000
Facsimile: (312) 463-5001

EXHIBIT B

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----X	
In re	: Chapter 11
DELPHI CORPORATION, et al.	: Case No. 05-44481 (RDD)
Debtors.	: (Jointly Administered)
-----X	

CERTIFICATION FOR
SECOND INTERIM APPLICATION OF BANNER & WITCOFF, LTD., INTELLECTUAL
PROPERTY COUNSEL TO DELPHI CORPORATION, SEEKING ALLOWANCE AND
PAYMENT OF INTERIM COMPENSATION AND REIMBURSEMENT OF EXPENSES
UNDER 11 U.S.C. SECTIONS 330 AND 331

I, Charles W. Shifley, as the "Certifying Professional" for Banner & Witcoff, Ltd. ("Banner"), intellectual property counsel for Delphi Corporation ("Delphi"), and a Retained Professional, certify as follows:

1. I have read the Second Interim Application of Banner & Witcoff, Ltd., Intellectual Property Counsel to Delphi Corporation, Seeking Allowance and Payment of Interim Compensation and Reimbursement of Expenses Under 11 U.S.C. Sections 330 and 331 ("the First Interim Banner Application").

FURTHER CERTIFICATIONS PURSUANT TO THE AMENDED GUIDELINES FOR FEES
AND DISBURSEMENTS FOR PROFESSIONALS IN SOUTHERN DISTRICT OF NEW
YORK BANKRUPTCY CASES

2. To the best of my, the Certifying Professional's knowledge, information and belief formed after reasonable inquiry, the fees and disbursements sought in the First Interim Banner Application fall within the Amended Guidelines for Fees and Disbursements for Professionals in Southern District of New York Bankruptcy Cases ("the Amended Guidelines")

and the UST Guidelines, except as specifically noted in this certification and described in Banner's fee application (there are no exceptions).

3. To the best of my, the Certifying Professional's knowledge, information and belief formed after reasonable inquiry, except to the extent that fees or disbursements are prohibited by the Amended Guidelines or the UST Guidelines, the fees and disbursements sought are billed at rates and in accordance with practices customarily employed by the applicant, Banner, and generally accepted by the applicant's clients.

4. To the best of my, the Certifying Professional's knowledge, information and belief formed after reasonable inquiry, in providing reimbursable service, the applicant does not make a profit on the service, whether the service is performed by the applicant in-house or through a third party.

5. To the best of my, the Certifying Professional's knowledge, information and belief formed after reasonable inquiry, the trustee, and in this chapter 11 case, the chair of each official committee and the debtor have all been provided not later than 20 days after the end of each month with a statement of fees and disbursements accrued during such month. The statements provided contain a list of professionals and paraprofessionals providing services, their respective billing rates, the aggregate hours spent by each professional and paraprofessional, a general description of the services rendered, a reasonably detailed breakdown of the disbursements incurred and an explanation of billing practices.

6. To the best of my, the Certifying Professional's knowledge, information and belief formed after reasonable inquiry, the trustee, and in this chapter 11 case, the chair of each official committee and the debtor have all been provided with a copy of the relevant fee

application at least 10 days before the date set by the court or any applicable rules for filing fee applications.

FURTHER CERTIFICATIONS PURSUANT TO THE GUIDELINES FOR FEES AND
DISBURSEMENTS FOR PROFESSIONALS IN SOUTHERN DISTRICT OF NEW YORK
BANKRUPTCY CASES

7. To the best of my, the Certifying Professional's knowledge, information and belief formed after reasonable inquiry, the First Interim Banner Application complies with the mandatory guidelines set forth in the Guidelines for Fees and Disbursements for Professionals in Southern District of New York Bankruptcy Cases.

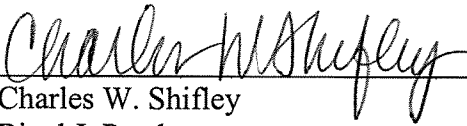
8. The Certifying Professional is unable to certify that the trustee, debtor, or chair of each official committee (as to each respective committee's professionals) has reviewed the fee application and has approved it. (There are no known objections.)

9. To the best of my, the Certifying Professional's knowledge, information and belief formed after reasonable inquiry, in charging for a particular service, the applicant does not include in the amount for which reimbursement is sought the amortization of the cost of any investment, equipment or capital outlay.

10. To the best of my, the Certifying Professional's knowledge, information and belief formed after reasonable inquiry, in seeking reimbursement for a service which the applicant justifiably purchased or contracted for from a third party (such as temporary paralegal or secretary services, or messenger service), the applicant requests reimbursement only for the amount billed to the applicant by the third-party vendor and paid by the applicant to such vendor.

Respectfully submitted,

7-31-06

A handwritten signature in cursive script, appearing to read "Charles W. Shifley", written over a horizontal line.

Charles W. Shifley

Binal J. Patel

Banner & Witcoff, Ltd.

10 South Wacker Drive

Suite 3000

Chicago, Illinois 60606

Telephone: (312) 463-5000

Facsimile: (312) 463-5001

EXHIBIT C

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----X	
In re	: Chapter 11
DELPHI CORPORATION, <u>et al.</u> ,	: Case No. 05-44481 (RDD)
Debtors.	: (Jointly Administered)
-----X	

ORDER UNDER 11 U.S.C. §§ 327(e) AND 1107(b) AND FED. R. BANKR. P. 2014
AUTHORIZING EMPLOYMENT AND RETENTION OF BANNER & WITCOFF, LTD.
AS INTELLECTUAL PROPERTY COUNSEL TO DEBTORS

("BANNER RETENTION ORDER")

Upon the application, dated December 6, 2005 (the "Application"), of Delphi Corporation and certain of its subsidiaries and affiliates, debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), for an order (the "Order"), pursuant to 11 U.S.C. §§ 327(e) and 1107(b) and Fed. R. Bankr. P. 2014, authorizing the employment and retention of Banner & Witcoff, Ltd. ("Banner") as an intellectual property counsel to the Debtors; and upon the Affidavit of Charles W. Shifley, sworn to December 6, 2005, in support of the Application (the "Shifley Affidavit"); and this Court being satisfied with the representations made in the Application and the Shifley Affidavit that Banner does not represent or hold any interest adverse to any of the Debtors' estates or the Debtors with respect to the matters on which Banner is to be employed, and that Banner's employment is necessary and would be in the best interests of each of the Debtors' estates; and it appearing that proper and adequate notice has been given and that no other or further notice is necessary; and upon the record herein; and after due deliberation thereon; and good and sufficient cause appearing therefor, it is hereby

ORDERED, ADJUDGED, AND DECREED THAT:

1. The Application is GRANTED.
2. The Debtors' employment of Banner as intellectual property counsel, pursuant to the Application, is approved under sections 327(e) and 1107(b) of the Bankruptcy Code and Rule 2014 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), with approval of such employment being effective as of the Petition Date, October 8, 2005.
3. Banner shall be compensated in accordance with the standards and procedures set forth in sections 330 and 331 of the Bankruptcy Code and all applicable Bankruptcy Rules, Local Bankruptcy Rules for the United States Bankruptcy Court for the Southern District of New York (the "Local Rules"), guidelines established by the Office of the United States Trustee, and further orders of this Court. Without limiting the foregoing, Banner shall make reasonable efforts to ensure that the Debtors' estates are not charged for any duplication of work with the other professionals retained in these cases.
4. This Court shall retain jurisdiction to hear and determine all matters arising from the implementation of this Final Order.
5. The requirement under Local Rule 9013-1(b) for the service and filing of a separate memorandum of law is deemed satisfied by the Application.

Dated: New York, New York
January 3, 2006

/s/ Robert D. Drain
UNITED STATES BANKRUPTCY JUDGE

EXHIBIT D

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----	x
	:
In re	:
	:
DELPHI CORPORATION, <u>et al.</u> ,	:
	:
Debtors.	:
	:
-----	x

Chapter 11
Case No. 05-44481 (RDD)
(Jointly Administered)

AFFIDAVIT OF CHARLES W. SHIFLEY IN SUPPORT OF APPLICATION FOR ORDER
UNDER 11 U.S.C. §§ 327(e) AND 1107(b) AND FED. R. BANKR. P. 2014
AUTHORIZING EMPLOYMENT AND RETENTION OF BANNER & WITCOFF, LTD.
AS AN INTELLECTUAL PROPERTY COUNSEL TO DEBTORS

STATE OF ILLINOIS

COUNTY OF COOK

CHARLES W. SHIFLEY, being duly sworn, deposes and states as follows:

1. I am a shareholder and Vice President of the law firm of Banner & Witcoff, Ltd. ("Banner"), proposed intellectual property counsel for Delphi Corporation ("Delphi") and certain of its subsidiaries and affiliates, the debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"). I am licensed to practice law principally in the State of Illinois. I am also licensed by the United States Patent and Trademark Office. I have nearly thirty years of successful experience in intellectual property matters, including patent litigation and counseling matters.

2. I submit this affidavit (the "Affidavit")¹ in support of the Application For Order Under 11 U.S.C. §§ 327(e) And 1107(b) And Fed R. Bankr. P. 2014 Authorizing

¹ Unless otherwise defined herein, all capitalized terms shall have the meanings ascribed to them in the Application.

Employment And Retention Of Banner & Witcoff, Ltd. As Intellectual Property Counsel To Debtors (the "Application") nunc pro tunc to October 8, 2005, filed concurrently herewith.

3. The name, business address, and telephone number of Banner & Witcoff, Ltd. are as follows:

Banner & Witcoff, Ltd.
10 South Wacker Drive
Chicago, Illinois 60606
312.463.5000

4. Banner is well qualified to assist the Debtors in the manner described in the Application. Banner is a nationally well-known and respected intellectual property law firm almost all of whose lawyers are experienced, registered patent lawyers with technical degrees. Banner has successfully represented Delphi and its predecessor, General Motors Corporation, in many patent infringement cases. Banner has also represented Delphi and its predecessor, General Motors Corporation, in other patent infringement counseling. Banner enjoys extensive experience in intellectual property law and cases in the Debtors' industry, including currently pending patent infringement cases against Debtors. Consequently, Banner can economically, successfully, and uniquely represent the Debtors in cases currently pending and similar intellectual property matters. Accordingly, the Debtors believe that Banner is well qualified to serve as an intellectual property counsel in these chapter 11 cases in an efficient and effective manner.

5. Also, Banner has advised the Debtors regarding other intellectual property matters. Based on the services that Banner has rendered to the Debtors, Banner is thoroughly familiar with certain intellectual property matters relating to the Debtors.

6. Generally, in connection with the Debtors' cases, Banner intends to provide to the Debtors with the following types of professional services:

- (a) representation, both currently and if any appeal were to follow, in Automotive Technologies International, Inc. v. BMW North America, Inc., et al., Appeal No. 06-1013 (Federal Circuit September 29, 2005) and its underlying case, Civil Action No. 01-71700 (April 30, 2001);
- (b) representation in Automotive Technologies International, Inc. v. Delphi Automotive Systems Corporation, et al., Civil Action No. 04-72035 (E.D.Mich. April 30, 2005), a patent infringement case that was stayed during the above-identified appeal;
- (c) preparation of legal opinions involving Debtors' claims relating to the Debtors' products and patents, as well as claims made by competitors;
- (d) representation of the Debtors for a broad scope of intellectual property law services.

7. In light of certain existing client representations on unrelated matters, the engagement of Skadden, Arps, Slate, Meagher, & Flom LLP ("Skadden, Arps") as the Debtors' bankruptcy counsel, the engagement of Shearman & Sterling LLP ("Shearman") as the Debtors' special counsel, the engagement of Togut, Segal & Segal LLP ("Togut") as the Debtors' conflicts counsel, and the engagement of other counsel for the Debtors, Banner will not be responsible for or undertake any representation with respect to (a) advising the Debtors concerning specific contracts and claims of certain of Banner's existing clients and (b) reviewing, interpreting, or commenting on the specific contracts and claims of certain of Banner's existing clients. These existing client relationships, and the scope of the carve-out from Banner's retention, are discussed more fully below.

8. It is Banner's understanding that the Debtors may request that Banner undertake specific matters beyond the limited scope of the responsibilities set forth above. Should Banner agree in its discretion to undertake any such matter, it is Banner's understanding that the Debtors will seek further order of this Court.

9. Banner is making efforts, together with the Debtors' other counsel to ensure that there is no duplication of effort or work between such firms and Banner. It is Banner's intention that the estates should receive the best value possible from the efficient coordination of work among its counsel. Banner believes that its lawyers and the rest of the lawyers retained in these cases have to date delineated clearly, and will continue to delineate clearly, the division of work between them, so as to avoid any duplication of effort and to maximize the efficiencies of the proposed arrangement.

10. Banner has in the past been employed and retained pursuant to certain engagement letters between the Debtors and Banner, dated October 7, 2004 and November 19, 2004 (together, the "Engagement Letters"), and pursuant to additional terms. The additional terms are that Banner agreed that its discounted hourly rates would remain in effect through the remainder of the cases that are subject to the Engagement Letters, the rates being subject to renegotiation three years after the Engagement Letters if the cases remained pending then. Banner also agreed to represent the Debtors in preparing legal opinions and other matters at standard hourly rates or for pre-agreed total charges.

11. Banner agrees to accept as compensation for the services rendered in connection with its representation of the Debtors compensation on the terms set forth in the Engagement Letters and the additional terms identified above.

12. Banner acknowledges that all amounts paid to Banner during these chapter 11 cases are subject to final allowance by this Court. In the event that any fees or expenses paid to Banner during these cases are disallowed by this Court, the fees and expenses will be disgorged by Banner and returned to the Debtors or as otherwise ordered by this Court.

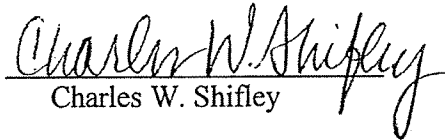
13. Banner categorizes its billings by subject matter, in compliance with the applicable guidelines of the Office of the United States Trustee (the "U.S. Trustee Guidelines"). Banner acknowledges its compensation in the Debtors' cases is subject to approval of this Court in accordance with section 330 of the Bankruptcy Code, Bankruptcy Rule 2016, and the U.S. Trustee Guidelines.

14. Banner has conducted a check for conflicts of interest and other conflicts and connections with respect to the Debtors' bankruptcy cases. Banner maintains a database containing the names of current, former, and potential clients and other principal parties related to such clients. I caused Banner to review and analyze the conflict database to determine whether Banner has any connection with the principal parties-in-interest in these chapter 11 cases, using information provided to Banner by the Debtors and Skadden, Arps and information contained in the database, including (a) the names of the Debtors' prepetition lenders, (b) the names of significant creditors of the Debtors, and (c) the names of firms that the Debtors intend to or may employ during their chapter 11 cases.

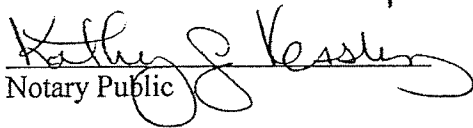
15. Based upon this research, I have determined that Banner has in the past represented, currently represents, and will likely in the future represent certain of the Debtors' creditors and other parties-in-interest in matters unrelated to the Debtors or these chapter 11 cases. Banner has represented, currently represents, and will likely in the future represent, such creditors and other parties-in-interest, and their related entities, in such matters, including:

General Motors Corporation ("GM"), where Banner has been directed to do so by Delphi as a matter of assisting Delphi in meeting contractual indemnity obligations to GM, with the consent of both companies; Dura Automotive Systems, Inc.; Illinois Tool Works, Inc.; Cargill, Inc.; Allstate Insurance; AT&T, Nokia Corporation; John Hopkins University; Harley Davidson Motor Company; Circuit City Stores, Inc.; Microsoft Corporation; and Technitrol, Inc. I do not believe that the foregoing raises any actual or potential conflicts of interest of Banner relating to the representation of the Debtors in these chapter 11 cases, but such relationships are disclosed out of an abundance of caution.

16. It is my intention that if Banner becomes aware of any other connections of which it presently is unaware, Banner will bring them to the attention of this Court and the U.S. Trustee.


Charles W. Shifley

Sworn to before me
this 6th day of ~~November~~, 2005
DECEMBER


Notary Public

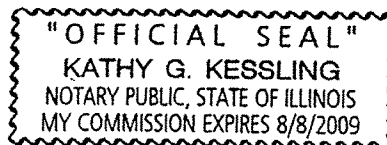


EXHIBIT E

DELPHI

Telephone: (248) 813-3309
Facsimile: (248) 813-1122

Via E-Mail

October 7, 2004

Mr. Charles Shifley
BANNER & WITCOFF, LTD.
10 South Wacker Drive, Suite 3000
Chicago, IL 60606

Re: ATI Patent Litigation

Dear Charles:

This confirms that Delphi Corporation has retained Banner & Witcoff to represent Delphi in the following patent infringement cases:

- 1) *Automotive Technologies International v. BMW of North America, et al.*
Case No. 01-CV-71700 (E.D. of MI), Delphi Matter No. 2001-000762 (ATI I); and
- 2) *Automotive Technologies International v. Delphi, et al.*
Case No. 04-60083 (E.D. of MI), Delphi Matter No. 2004-000564 (ATI II)

Except as provided herein, this engagement letter supercedes the previous engagement letter dated August 28, 2002, between Delphi and Banner & Witcoff for the ATI I matter.

I will be responsible for managing these matters and will be your direct contact at Delphi. Please include the Delphi file numbers shown above in all correspondence and invoices with this office. To the extent possible, we request that you bill activities on these matters separately. In situations where the time spent on activities for these matters cannot be conveniently distinguished, please bill commingled time to the ATI I matter. In the event that one or more of these actions become consolidated, we will inform you as to the Delphi matter number under which you should subsequently bill your time.

We have approved a four-person Banner & Witcoff attorney team to work on these matters. Banner & Witcoff has agreed to discount its regular hourly professional rates on these matters as listed below:

Delphi World Headquarters & Customer Center
5825 Delphi Drive, M/C 480-410-254, Troy, MI 48098-2815
william.Cosnowski.jr@delphi.com

Charles Shifley, Esq.
October 7, 2004
Page 2 of 3

<u>PROFESSIONAL</u>	<u>REGULAR HOURLY RATE</u>	<u>DISCOUNTED RATE</u>
Charles Shifley	\$455	\$435
Binal Patel	\$335	\$320
Matt Becker	\$310	\$295
Ted Field	\$220	\$215

Additionally, you agree that the discounted hourly rates will remain in effect through the remainder of these cases. Others from your firm may be necessary to assist us on this litigation, but you have agreed to obtain our written permission before engaging them. No fees will be paid for work performed by others before you have obtained our written permission.

Banner & Witcoff agrees to pay one hundred percent (100%) of the transportation expenses for travel to Detroit incurred by Banner & Witcoff team members on these matters. Additionally, Banner & Witcoff agrees to continue the practice of not billing Delphi for travel time on these matters.

You agree to continue to accrue a 5% credit on all professional billings for the ATI I matter as originally agreed in the engagement letter dated August 28, 2002.

You also agree to accrue a credit to Delphi in the amount of five percent (5%) of your professional billings on the ATI I matter to be used as payment by Delphi for services on any future matter, when and if we retain your firm. This credit shall accrue from the first dollar of ATI II fee billings but shall not vest until fee billings for the ATI II matter exceed \$1,000,000. Separate billing of these matters is essential for correct calculations of our credit. It is our intention to process your monthly billing statements promptly, but at times it may take forty-five days or more to process your bill once it has been received.

We expect that the Delphi team assigned to this case will be fully engaged. The Delphi team will manage the document collection, coding and preparation of document chronologies. We also plan to fully participate in discovery, motions, and strategies necessary to successfully defend and prosecute these actions. We wish to do everything we are able to do on these litigations in-house. To help us achieve this, we ask that before your team undertakes an activity, you first review it with us to see if we have the resources available. Please call Joe Papelian or me at any time if you believe we are not able to supply the support needed to successfully litigate these matters

We expect that your hourly billable rates include all overhead and internal charges associated with your practice. A copy of our recently revised billing instructions and limitations is attached and incorporated into this engagement agreement by this reference. Any questions about billing procedures should be addressed to Michele Piscitelli, who can be reached at 248-813-2511.

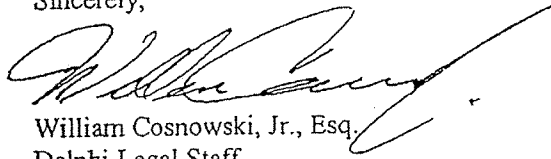
Charles Shifley, Esq.
October 7, 2004
Page 3 of 3

As you know, we view the relationship between our companies as a "partnership" in which we both work together and communicate well with each other, to serve the best interests of Delphi. Your dedicated work and willingness to provide creative fee arrangements that recognize the financial pressures of the automotive supplier industry has placed Banner & Witcoff on a select counsel list for Delphi's litigation matters.

We request that you endorse this engagement agreement below and return an executed copy for our records.

Please call if you have any questions.

Sincerely,



William Cosnowski, Jr., Esq.
Delphi Legal Staff

WC/cmp
Enclosure

Accepted this ____ day of _____, 2004.

By: _____
Charles Shifley, Esq.
BANNER & WITCOFF, LTD.

EXHIBIT F



BANNER & WITCOFF, LTD.
INTELLECTUAL PROPERTY LAW

TEN SOUTH WACKER DRIVE
CHICAGO, ILLINOIS 60606-7407

TEL: 312.463.5000
FAX: 312.463.5001
www.bannerwitcoff.com

Charles W. Shifley
Direct Dial: (312) 463-5441
cshifley@bannerwitcoff.com

November 19, 2004

William Cosnowski, Jr., Esq.
Delphi World Headquarters - Legal Staff
Delphi Automotive Systems
5825 Delphi Drive
Troy, MI 48098-2815

Dear Will:

We have a few more changes for our engagement together in the ATI cases. Our principal issue is the term of engagement concerning fixing rates for the life of the engagement. We are cautious about the open-endedness of such a term. As an example, I have a case now that has lasted eleven years in district court, and has started into its second appeal. It has potential for several more years of proceedings.

Our primary intent is to maintain and strengthen our relationship. The discounts that are present in the lawyer hourly rates stated in your letter of October 7th are approximately 4% of standard rates. We expect to increase rates in February such that the discount for 2005 will conceivably increase to 8%. In addition, we are agreeing to the 5% credit and transportation terms.

Generally, we are against our rates being fixed. By the terms of your letter, Delphi is gaining significant advantage in receiving the 5% credit, especially with Delphi and the firm agreeing to the 5% being applied from \$1. Consistent with our primary intent but also our opposition to rate fixing, especially rate fixing for an indefinite and potentially long time, we can accept the hourly rates as stated in your letter, if fixed until the end of 2005, with rates thereafter being our standard rates. We also propose that the ATI II credit apply to the future litigation from when time billing for the future litigation starts.

We also suggest clarifying that the 5% credit currently accruing and continuing to accrue on ATI I will be for future patent application, patent opinion and other patent-related transactional representation. We also propose that the ATI II credit apply to the fees that accrue on a future litigation, applicable when that future litigation begins.

We also ask that Delphi provide us some flexibility in the attorneys who may represent Delphi in the two cases, by engaging with us in introducing Delphi to more attorneys than on the current list of approved attorneys, especially to possibly include some of our attorneys in our Washington, D.C. office.

CHICAGO
WASHINGTON, D.C.
BOSTON
PORTLAND, OR.

William Cosnowski, Jr., Esq.
Delphi World Headquarters - Legal Staff
November 19, 2004
Page 2

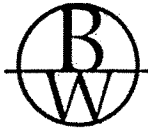
If you can accept these few modifications of the terms proposed in your letter of October 7, 2004, we have an agreement for engagement. I have held our billing for time back to September 1, 2004. I will now bill it at the agreed rates.

Very truly yours,


Charles W. Shifley

CWS/sls

EXHIBIT G



BANNER & WITCOFF, LTD.
INTELLECTUAL PROPERTY LAW

Suite 3000
10 South Wacker Drive
Chicago, IL 60606

Tel: 312.463.5000
Fax: 312.463.5001
www.bannerwitcoff.com

FEIN # 36-4008943

Delphi Technologies, Inc.
Mr. Cosnowski
Legal Staff - Intell. Property
P.O. Box 5052
MC: 480-414-420
Troy, MI 48007-5052

Invoice Number 1616698
Invoice Date 03/21/06
Client Number 004588
Matter Number 00013

RE: 00013 Automotive Technologies v. BMW of North America, et al.
Case No. 01-71700
Delphi File No. 2001-000762 (ATI I)

FOR PROFESSIONAL SERVICES RENDERED THROUGH 01/31/06:

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
01/04/06	CWS	DELP36 Reading of e-mail and orders, including the one that we are approved by the bankruptcy court to represent Delphi, necessary following actions here at B&W, and e-mail of the orders to Mr. Cosnowski and Mr. Twomey	1.00
01/13/06	CWS	DELP36 Taking an extended call from Mr. Hosken, the CAFC mediation administrator, reviewing filings and mediation administration materials, conferrals with Mr. Patel, and a call and e-mail to Mr. Cosnowski	1.00
01/19/06	CWS	DELP36 Voice mail to Mr. Hosken, report to Mr. Cosnowski	0.40

<u>Date</u>	<u>Tkpr</u>			<u>Hours</u>
01/19/06	BJP	DELP36	Review Federal Rules regarding filing of a Docketing Statement; conferral with Court regarding said submission; prepare Docketing Statement for filing; conferral with team regarding response to Court regarding possible mediation	2.50
01/20/06	CWS	DELP36	Gathering mediator information	5.00
01/23/06	CWS	DELP36	Continued collection of mediator information	4.00
01/24/06	CWS	DELP36	Taking a call from Mr. Hosken the mediation administrator, considering the available mediators, choosing a recommendation, e-mail to Mr. Cosnowski and instructions to Mr. Patel	1.00
01/25/06	CWS	DELP36	Continued study of potential mediators	2.00
01/30/06	CWS	DELP36	Response to Mr. Baniak's call, including the message that Delphi is not taking an initiative to mediation but responding to Mr. Hosken's initiative; email report to Mr. Cosnowski; live report to Mr. Patel; telephone conferral with Mr. Cosnowski	1.20
TOTAL HOURS				18.10

TIMEKEEPER TIME SUMMARY:

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Value</u>
Binal J. Patel	2.50	at \$320.00 =	800.00
Charles W. Shifley	15.60	at \$435.00 =	6,786.00

CURRENT FEES 7,586.00

FOR COSTS ADVANCED AND EXPENSES INCURRED:

Photocopies at \$.10 per page	6.00
Telephone charges	11.88
Courier charges	30.30

CURRENT EXPENSES

48.18

TOTAL THIS MATTER

7,634.18

TOTAL AMOUNT THIS INVOICE

US \$7,634.18

For wiring payment, please use the following bank information. SunTrust Bank, 1445 New York Avenue, N.W., Washington, DC 20005, (800) 947-3786; ABA Number: 061000104; Account Number: 514342. Please indicate client, matter and invoice numbers with wire remittance.

EXHIBIT H



BANNER & WITCOFF, LTD.
INTELLECTUAL PROPERTY LAW

Suite 3000
10 South Wacker Drive
Chicago, IL 60606

Tel: 312.463.5000
Fax: 312.463.5001
www.bannerwitcoff.com

FEIN # 36-4008943

Delphi Technologies, Inc.
Mr. Cosnowski
Legal Staff - Intell. Property
P.O. Box 5052
MC: 480-414-420
Troy, MI 48007-5052

Invoice Number 1621735
Invoice Date 05/25/06
Client Number 004588
Matter Number 00013

RE: 00013 Automotive Technologies v. BMW of North America, et al.
Case No. 01-71700
Delphi File No. 2001-000762 (ATI I)

FOR PROFESSIONAL SERVICES RENDERED THROUGH 04/30/06:

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
02/09/06	CWS	DELP36 Senior input into the draft status report to the Federal Circuit	0.40
02/09/06	BJP	DELP36 File 60-day status report with Court regarding status of efforts by ATI to lift the automatic stay	1.20
02/10/06	CWS	DELP36 Call with Mr. Hosken, Federal Circuit mediation coordinator, and e-mail report to Mr. Cosnowski	0.60
02/28/06	CWS	DELP36 Preparation of a fee application	3.00
03/07/06	CWS	DELP16 Reading a letter from the CAFC mediation coordinator, forwarding it to Mr. Cosnowski, learning about Mr. Bosses, and forwarding information to Mr. Cosnowski	0.60

<u>Date</u>	<u>Tkpr</u>			<u>Hours</u>
03/08/06	CWS	DELP16	Reading an e-mail from Mr. Bosses, and forwarding it to Mr. Cosnowski	0.40
03/10/06	CWS	DELP16	Reading of Mr. Baniak's letter of March 9, 2006 seeking a settlement	0.50
03/20/06	CWS	DELP16	Reading email and letters from co-counsel sending materials to the mediator and from the mediation co-ordinator, co-ordinating them with Mr. Patel, and forwarding them to Mr. Cosnowski	0.40
03/21/06	CWS	DELP16	Review of e-mails about mediation and contact with Mr. Cosnowski through Mr. Patel	0.90
03/21/06	CWS	DELP16	Continued efforts toward mediation by studying the settlement proposal sent by Mr. Baniak by letter	2.00
03/25/06	CWS	DELP16	Analyzing Delphi's reorganization plan as reported in the press in relation to mediation of this case, analyzing especially what position to take toward mediation in light of the strength of Delphi's reorganization plan	0.90
03/27/06	CWS	DELP16	Taking calls from Mr. Baniak, reading e-mail sent by Mr. Baniak, investigating e-mail we are not receiving on mediation, locating the source of errors with other firms, writing e-mail to get the errors corrected, co-ordinating with Mr. Patel, scheduling a call for April 3 with the mediator, and forwarding advice with a screen shot of missing email to Delphi's inhouse counsel Mr. Cosnowski	3.80
03/27/06	CWS	DELP36	Continued preparation of a fee application	2.20
03/28/06	CWS	DELP36	Continued preparation of our fee application	8.60
03/29/06	CWS	DELP36	Continued preparation of a fee application, a certification, a summary schedule, a proposed order, a notice of fee application, an e-mail notice of fee application, and extensive associated exhibits	5.00

<u>Date</u>	<u>Tkpr</u>			<u>Hours</u>
03/31/06	CWS	DELP36	Continued preparation of a fee application	1.70
04/03/06	CWS	DELP16	Final preparation for and representation of Delphi in an extended telephone conference with the mediator, the plaintiff, and other defendants, a follow-up call with defendants alone, a follow-up call with Delphi's Mr. Cosnowski, and follow-up emails to both let other defendants know plaintiff has moved to lift the bankruptcy stay, and to assure we are timely preparing our required 60 day report to the Court of Appeals	1.90
04/03/06	BJP	DELP12	Prepare for and participate in mediation conference with mediator; conferral with Mr. Cosnowski regarding the same; initiate draft of 60-day status report and forward to Mr. Cosnowski	1.50
04/04/06	CWS	DELP16	Reading email from Mr. Cosnowski on Delphi availability for mediation, checking own docket, and e-mail to the mediator that Delphi is not available as desired, providing alternate dates	0.40
04/05/06	CWS	DELP16	Reading email from co-defense-counsel that a variety of possible mediation dates are not acceptable, an email to Delphi's Mr. Cosnowski to free dates and reserve a possible date for Delphi's executive Ms. Kathy Lutgen,	0.60
04/06/06	CWS	DELP16	Reading and appreciating the Delphi objection to the ATI motion to lift the bankruptcy stay, an email request to Delphi's Mr. Cosnowski for more information, and an email to co-defense-counsel to provide the objection for use in support of Delphi	0.70
04/07/06	MPB	DELP14	Review Delphi's 60 day status update and supervise filing and service	1.00
04/10/06	TLF	DELP36	Study Delphi's 60-day Status Report filed April 10 with the Federal Circuit	0.10

<u>Date</u>	<u>Tkpr</u>			<u>Hours</u>
04/10/06	CWS	DELP36	Editing, conferring, contacting the court and other parties, and associated activities, to file and serve a 60 day status report that excludes mention of mediation, because of Federal Circuit mediation guidelines; email about scheduling mediation	2.40
04/10/06	MSP	DELP36	Acquire copy of 60-day status report from the Fed. Circuit and prepare the same for attorney review.	0.80
04/11/06	CWS	DELP36	Receiving our returned filing and assuring its disposal	0.20
04/12/06	CWS	DELP16	E-mails from Delphi's Mr. Cosnowski on scheduling, to the mediation group on scheduling, and back to Mr. Cosnowski	0.40
04/13/06	TLF	DELP36	Study ATI's Status Report of April 11, 2006 Regarding Bankruptcy of Delphi Corporation to the Federal Circuit	0.10
04/13/06	CWS	DELP36	Reading the ATI 60 day status report, analyzing its references to mediation, and resolution to speak to at the mediation, and email of advice to Mr. Cosnowski	0.90
04/16/06	CWS	DELP16	Review of email on scheduling from the mediator and co-ordination with partner Binal Patel by email	0.30
04/17/06	CWS	DELP16	Emails with Mr. Cosnowski and Mr. Patel to co-ordinate with the mediator proposal for split mediation	0.80
04/18/06	CWS	DELP16	Emails with Mr. Cosnowski and Mr. Patel co-ordinating our response to mediation scheduling proposals that would split the mediation, to Delphi detriment	0.40
04/19/06	BJP	DELP16	Confer with co-defendants and respond to mediator regarding possible dates for mediation and Delphi's desire to conduct a single mediation	2.20
04/19/06	CWS	DELP16	Email again coordinating our responses about scheduling mediation	0.80

<u>Date</u>	<u>Tkpr</u>			<u>Hours</u>
04/22/06	CWS	DELP36	Reading a bankruptcy court order on privilege and the like to determine its application to our efforts	0.60
04/26/06	CWS	DELP16	Continued preparation of the fee application	0.80
04/27/06	CWS	DELP16	Continued preparation of the fee application including revisions required by change of hearing date and the like	0.60
04/28/06	CWS	DELP36	Completing the first interim fee application, serving it, and filing it, service through an administrative assistant and filing through a New York area lawyer	4.20
TOTAL HOURS				<u>53.90</u>

TIMEKEEPER TIME SUMMARY:

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Value</u>
Matthew P. Becker	1.00	at \$295.00 =	295.00
Ted Field	0.20	at \$215.00 =	43.00
Binal J. Patel	4.90	at \$320.00 =	1,568.00
Matthew S. Phillips	0.80	at \$140.00 =	112.00
Charles W. Shifley	47.00	at \$435.00 =	20,445.00

CURRENT FEES 22,463.00

FOR COSTS ADVANCED AND EXPENSES INCURRED:

Photocopies at \$.10 per page	34.50
Telephone charges	87.12
Courier charges	122.89

CURRENT EXPENSES 244.51

TOTAL THIS MATTER 22,707.51

TOTAL AMOUNT THIS INVOICE US \$22,707.51

For wiring payment, please use the following bank information. SunTrust Bank, 1445 New York Avenue, N.W., Washington, DC 20005, (800) 947-3786; ABA Number: 061000104; Account Number: 514342. Please indicate client, matter and invoice numbers with wire remittance.

EXHIBIT I



BANNER & WITCOFF, LTD.
INTELLECTUAL PROPERTY LAW

Suite 3000
10 South Wacker Drive
Chicago, IL 60606

Tel: 312.463.5000
Fax: 312.463.5001
www.bannerwitcoff.com

FEIN # 36-4008943

Delphi Technologies, Inc.
Mr. Cosnowski
Legal Staff - Intell. Property
P.O. Box 5052
MC: 480-414-420
Troy, MI 48007-5052

Invoice Number 1624090
Invoice Date 06/15/06
Client Number 004588
Matter Number 00013

RE: 00013 Automotive Technologies v. BMW of North America, et al.
Case No. 01-71700
Delphi File No. 2001-000762 (ATI I)

FOR PROFESSIONAL SERVICES RENDERED THROUGH 05/31/06:

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
05/01/06	CWS	DELP36 Handling the issue of whether the fee application should be filed under seal, resolving against filing under seal, after consultation with Mr. Zaltsman at Skadden and Mr. Cosnowski at Delphi	0.90
05/03/06	CWS	DELP36 Continued handling of the filing of the fee application not under seal in relation to preserving interests in the pending case	0.30
05/09/06	CWS	DELP36 Handling our engagement with General Motors at the request of Delphi in greater detail than the past in light of mediation and bankruptcy	0.50

<u>Date</u>	<u>Tkpr</u>			<u>Hours</u>
05/09/06	BJP	DELP16	Coordinate with clients regarding scheduling of mediation	0.80
05/10/06	CWS	DELP36	Continued handling of the relationship to General Motors, including analysis and a call with Delphi's Mr. Cosnowski, e-mail with a GM representative; and continued work on scheduling mediation	1.20
05/15/06	CWS	DELP36	Extended consideration of the potential for mediation	1.50
05/17/06	CWS	DELP16	Detailed review of the proposed mediation agreement, and direction to Mr. Patel to contact Mr. Cosnowski about its need for revisions; after revisions by Mr. Cosnowski, further revisions; e-mail to all concerned	1.70
05/22/06	BJP	DELP16	Initiate preparation of mediation brief	3.20
05/23/06	BJP	DELP16	Continued preparation of mediation brief including review of pending cases and providing a summary of the status of each case	6.30
05/24/06	CWS	DELP16	Continued senior input into the draft mediation statement, and conferral with Mr. Cosnowski about representation at the mediation	1.80
05/24/06	BJP	DELP16	Finalize initial draft of mediation brief providing an overview of all pending matters with ATI regarding side sensors; coordinate with Mr. Cosnowski, General Motors and co-defendants regarding strategy for mediation	6.50
05/30/06	CWS	DELP16	Review of the latest draft mediation statement, review of settlement related information, and suggestion for the phrasing of our settlement section of the statement	2.20
05/31/06	BJP	DELP16	Review and revise mediation brief in preparation for submission to the mediator; conferral with co-defendants regarding strategy for mediation	3.20

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
05/31/06	CWS	DELP16 Continued senior input into the editing of the mediation statement and next status report, and into our mediation positions and plan to have information for the mediator	0.90
TOTAL HOURS			<u>31.00</u>

TIMEKEEPER TIME SUMMARY:

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Value</u>
Binal J. Patel	20.00	at \$320.00 =	6,400.00
Charles W. Shifley	11.00	at \$435.00 =	4,785.00
CURRENT FEES			<u>11,185.00</u>

FOR COSTS ADVANCED AND EXPENSES INCURRED:

Computer Assisted Research - Westlaw	99.85
Photocopies at \$.10 per page	11.00
Telephone charges	72.27
Courier charges	76.85
CURRENT EXPENSES	<u>259.97</u>

TOTAL THIS MATTER 11,444.97

TOTAL AMOUNT THIS INVOICE US \$11,444.97

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EXHIBIT J

TEN SOUTH WACKER DRIVE
SUITE 3000
CHICAGO, ILLINOIS 60606-7407



BANNER & WITCOFF, LTD.
INTELLECTUAL PROPERTY LAW

TEL: 312.463.5000
FAX: 312.463.5001
www.bannerwitcoff.com

Charles W. Shifley
Direct Dial: (312) 463-5441
cshifley@bannerwitcoff.com

March 24, 2006

FILE

Mr. David Sherbin
Delphi Corporation
5725 Delphi Drive
Troy, Michigan 48098-2815

Re: Delphi Corporation et al. - Chapter 11 Proceedings
Monthly Statement of Fees and Disbursements

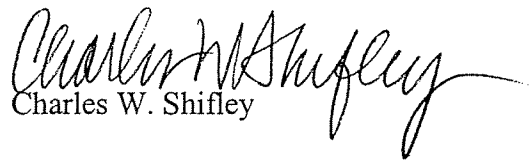
Dear David:

Enclosed please find our monthly statement for legal services rendered to the above referenced debtors and debtors-in-possession (collectively the "Debtors") and for reimbursement of expenses incurred in connection with such representation from January 4, 2006 through January 30, 2006 (the "Fee Period").

The total invoice for the Fee Period is \$7,634.18, which is composed of (i) \$7,586.00 for fees and (ii) \$48.18 for expenses.

Please feel free to contact me with any questions.

Very truly yours,


Charles W. Shifley

CWS/sls
Enclosure

Mr. David Sherbin
March 24, 2006
Page 2

cc: Joseph Papelian, Esq.
Delphi Corporation
5725 Delphi Drive
Troy, Michigan 48098-2815
(Deputy General Counsel)

John Wm. Butler, Jr., Esq.
Skadden, Arps, Slate, Meagher & Flom LLP
333 West Wacker Drive
Suite 2100
Chicago, Illinois 60606
(Counsel to Debtors)

Delores De Elizalde
Skadden, Arps, Slate, Meagher & Flom LLP
Four Times Square
New York, NY 10036
(Counsel to Debtors)

Alicia M. Leonhard, Esq.
Office of the United States Trustee for the
Southern District of New York
33 Whitehall Street
Suite 2100
New York, NY 10004
(United States Trustee)

Robert J. Rosenberg, Esq.
Latham & Watkins LLP
885 Third Avenue
New York, NY 10022-4802
(Counsel to Unsecured Creditors Committee)

Marissa Wesley, Esq.
Simpson Thacher & Bartlett LLP
425 Lexington Avenue
New York, NY 10017
(Counsel for Prepetition Credit Facility Agent)

Marlane Melican, Esq.
Davis Polk & Wardell
450 Lexington Avenue
New York, NY 10017
(Counsel to Postpetition Credit Facility Agent)

EXHIBIT K



BANNER & WITCOFF, LTD.
INTELLECTUAL PROPERTY LAW

TEL: 312.463.5000
FAX: 312.463.5001
www.bannerwitcoff.com

Charles W. Shifley
Direct Dial: (312) 463-5441
cshifley@bannerwitcoff.com

May 25, 2006

FILE

Mr. David Sherbin
Delphi Corporation
5725 Delphi Drive
Troy, Michigan 48098-2815

Re: Delphi Corporation et al. - Chapter 11 Proceedings
Monthly Statement of Fees and Disbursements

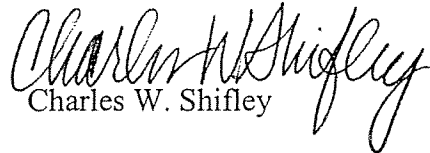
Dear David:

Enclosed please find our monthly statement for legal services rendered to the above referenced debtors and debtors-in-possession (collectively the "Debtors") and for reimbursement of expenses incurred in connection with such representation from February 9, 2006 through April 28, 2006 (the "Fee Period").

The total invoice for the Fee Period is \$22,707.51, which is composed of (i) \$22,463.00 for fees and (ii) \$244.51 for expenses.

Please feel free to contact me with any questions.

Very truly yours,


Charles W. Shifley

CWS/sls
Enclosure

Mr. David Sherbin
May 25, 2006
Page 2

cc: Joseph Papelian, Esq.
Delphi Corporation
5725 Delphi Drive
Troy, Michigan 48098-2815
(Deputy General Counsel)

John Wm. Butler, Jr., Esq.
Skadden, Arps, Slate, Meagher & Flom LLP
333 West Wacker Drive
Suite 2100
Chicago, Illinois 60606
(Counsel to Debtors)

Delores De Elizalde
Skadden, Arps, Slate, Meagher & Flom LLP
Four Times Square
New York, NY 10036
(Counsel to Debtors)

Alicia M. Leonhard, Esq.
Office of the United States Trustee for the
Southern District of New York
33 Whitehall Street
Suite 2100
New York, NY 10004
(United States Trustee)

Robert J. Rosenberg, Esq.
Latham & Watkins LLP
885 Third Avenue
New York, NY 10022-4802
(Counsel to Unsecured Creditors Committee)

Marissa Wesley, Esq.
Simpson Thacher & Bartlett LLP
425 Lexington Avenue
New York, NY 10017
(Counsel for Prepetition Credit Facility Agent)

Marlane Melican, Esq.
Davis Polk & Wardell
450 Lexington Avenue
New York, NY 10017
(Counsel to Postpetition Credit Facility Agent)

From: Origin ID: (312)463-5568
Shannon Salamone
Banner and Wilcoff LTD
10 South Wacker Drive
Suite 3000
Chicago, IL 60606



CL5022306/16/20

SHIP TO: (312)463-5000

BILL SENDER

David Sherbin
Delphi Corporation
5725 Delphi Drive

Troy, MI 480982815

Ship Date: 25MAY06
ActWgt: 1 LB
System#: 8193833/INET2400
Account#: S *****

REF: 004588.00013/1433



Delivery Address Bar Code

PRIORITY OVERNIGHT

FRI

Deliver By:
26MAY06

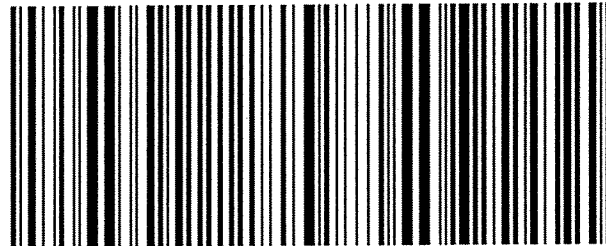
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48098 -MI-US

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Shannon Salamone
Banner and Witcoff LTD
10 South Wacker Drive
Suite 3000
Chicago, IL 60606



CLS022306/16/20

SHIP TO: (312)463-5000

BILL SENDER

Joseph Papelian
Delphi Corporation
5725 Delphi Drive

Troy, MI 480982815

Ship Date: 25MAY06
ActWgt: 1 LB
System#: 8193833/INET2400
Account#: S *****

REF: 004588.00013/1433



Delivery Address Bar Code

PRIORITY OVERNIGHT

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Deliver By:
26MAY06

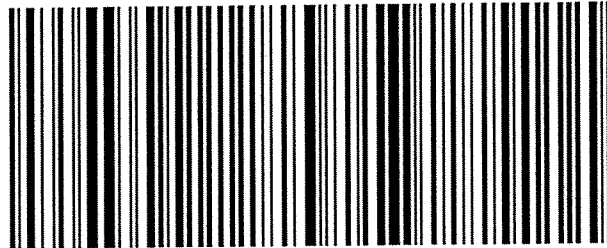
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Banner and Witcoff LTD
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Suite 3000
Chicago, IL 60606



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Ship Date: 25MAY06
ActWgt: 1 LB
System#: 8193833/INET2400
Account#: S *****

REF: 004588.00013/1433



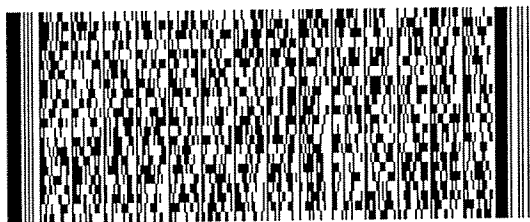
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SHIP TO: (312)463-5000

BILL SENDER

Delores De Elizalde Esq.
Skadden Arps Slate Meagher & Flom L
Four Times Square

New York, NY 10036



PRIORITY OVERNIGHT

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26MAY06

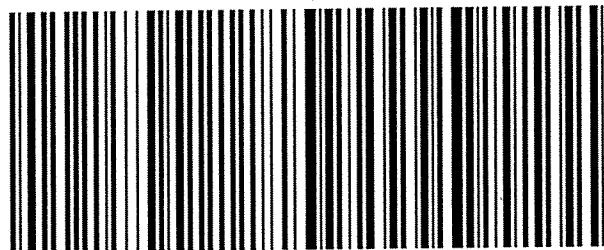
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10036 -NY-US

05 NYCA



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Shannon Salamone
Banner and Witcoff LTD
10 South Wacker Drive
Suite 3000
Chicago, IL 60606



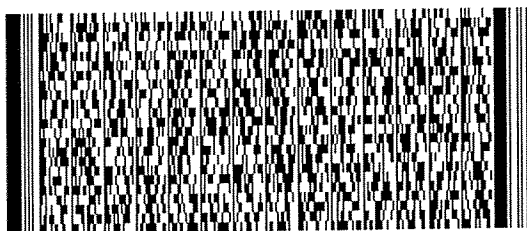
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System#: 8193833/INET2400
Account#: S *****

REF: 004588.00013/1433



Delivery Address Bar Code

SHIP TO: (312)463-5000 BILL SENDER
Alicia M. Leonhard Esq. U.S. Trustee
Office of US Trustee for So D. NY
33 Whitehall Street
Suite 2100
New York, NY 10004



PRIORITY OVERNIGHT

FRI

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26MAY06

TRK# 7914 9555 9055

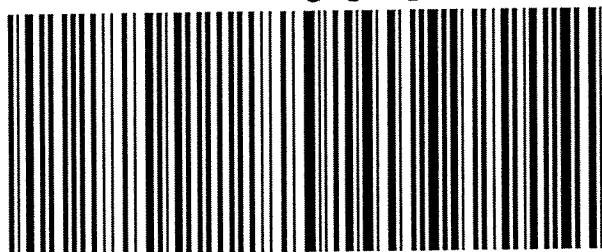
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10004 -NY-US

06 SXYA



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Shannon Salamone
Banner and Witcoff LTD
10 South Wacker Drive
Suite 3000
Chicago, IL 60606



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System#: 8193833/INET2400
Account#: S *****

REF: 004588.00013/1433

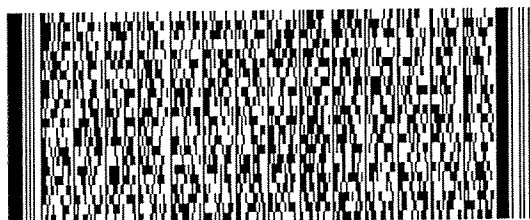


Delivery Address Bar Code

SHIP TO: (312)463-5000 BILL SENDER

Robert Rosenberg, Esq.
Latham & Watkins LLP
885 Third Avenue

New York, NY 100224802



PRIORITY OVERNIGHT

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26MAY06

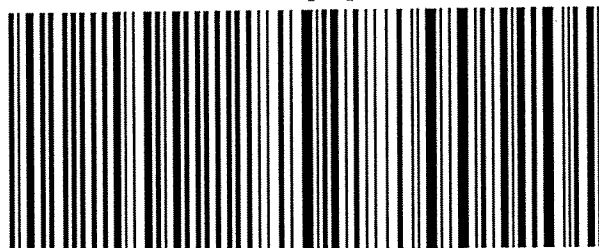
TRK# 7921 0938 8485

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10022 -NY-US

05 JRBA



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Shannon Salamone
Banner and Witcoff LTD
10 South Wacker Drive
Suite 3000
Chicago, IL 60606



Ship Date: 25MAY06
ActWgt: 1 LB
System#: 8193833/INET2400
Account#: S *****

REF: 004588.00013/1433

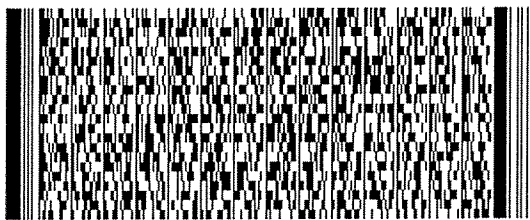


Delivery Address Bar Code

SHIP TO: (312)463-5000 BILL SENDER

Marissa Wesley, Esq.
Simpson Thacher & Bartlett LLP
425 Lexington Avenue

New York, NY 10017



PRIORITY OVERNIGHT

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Deliver By:
26MAY06

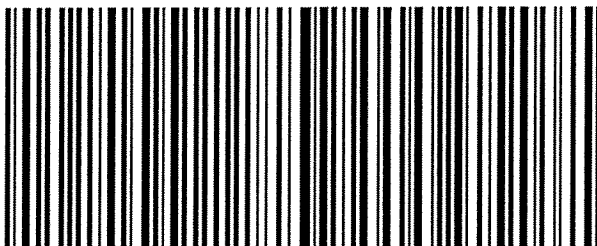
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EWR A1

10017 -NY-US

05 OGSA



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From: Origin ID: (312)463-5568
Shannon Salamone
Banner and Witcoff LTD
10 South Wacker Drive
Suite 3000
Chicago, IL 60606



Ship Date: 25MAY06
ActWgt: 1 LB
System#: 8193833/INET2400
Account#: S *****

REF: 004588.00013



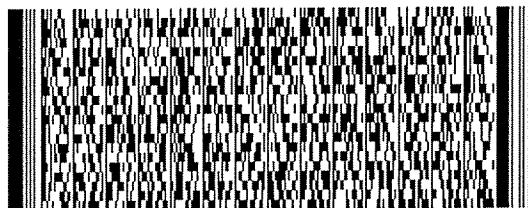
Delivery Address Bar Code

SHIP TO: (312)463-5000

BILL SENDER

Marlane Melican, Esq.
Davis Polk & Wardell
450 Lexington Avenue

New York, NY 10017



PRIORITY OVERNIGHT

FRI

Deliver By:
26MAY06

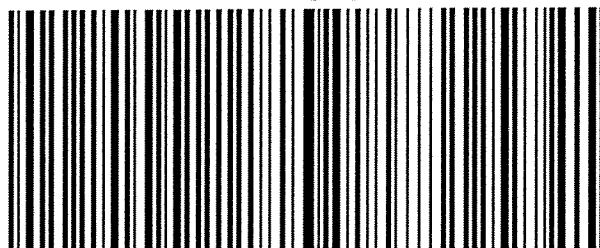
TRK# 7921 0939 3532

FORM
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EWR A1

10017 -NY-US

05 OGSA



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From: Origin ID: (312)463-5568
Shannon Salamone
Banner and Witcoff LTD
10 South Wacker Drive
Suite 3000
Chicago, IL 60606



CLS62236/16/20

Ship Date: 25MAY06
ActWgt: 1 LB
System#: 8193833/INET2400
Account#: S *****

REF: 004588.00013/1433

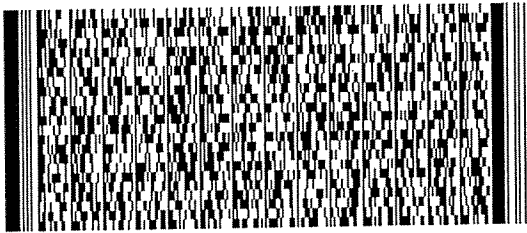


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SHIP TO: (312)407-0700

BILL SENDER

John Wm. Butler, Jr., Esq.
Skadden Arps Slate Meagher & Flom
333 West Wacker Drive
Suite 2100
Chicago, IL 60606



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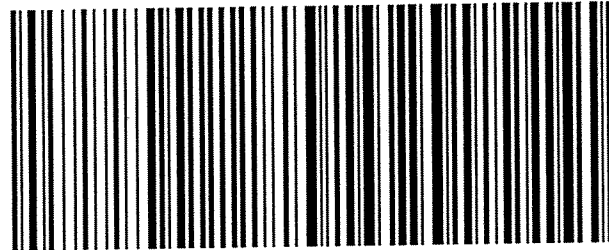
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EXHIBIT L



BANNER & WITCOFF, LTD.
INTELLECTUAL PROPERTY LAW

TEN SOUTH WACKER DRIVE
SUITE 3000
CHICAGO, ILLINOIS 60606-7407

TEL: 312.463.5000
FAX: 312.463.5001
www.bannerwitcoff.com

Charles W. Shifley
Direct Dial: (312) 463-5441
cshifley@bannerwitcoff.com

June 19, 2006

Mr. David Sherbin
Delphi Corporation
5725 Delphi Drive
Troy, Michigan 48098-2815

Re: Delphi Corporation et al. - Chapter 11 Proceedings
Monthly Statement of Fees and Disbursements


Dear David:

Enclosed please find our monthly statement for legal services rendered to the above referenced debtors and debtors-in-possession (collectively the "Debtors") and for reimbursement of expenses incurred in connection with such representation from May 1, 2006 through May 31, 2006 (the "Fee Period").

The total invoice for the Fee Period is \$11,444.97, which is composed of (i) \$11,185.00 for fees and (ii) \$259.97 for expenses.

Please feel free to contact me with any questions.

Very truly yours,


Charles W. Shifley

CWS/sls
Enclosure

CHICAGO, IL

WASHINGTON, DC

BOSTON, MA

PORTLAND, OR

Mr. David Sherbin
June 19, 2006
Page 2

cc: Joseph Papelian, Esq.
Delphi Corporation
5725 Delphi Drive
Troy, Michigan 48098-2815
(Deputy General Counsel)

John Wm. Butler, Jr., Esq.
Skadden, Arps, Slate, Meagher & Flom LLP
333 West Wacker Drive
Suite 2100
Chicago, Illinois 60606
(Counsel to Debtors)

Delores De Elizalde
Skadden, Arps, Slate, Meagher & Flom LLP
Four Times Square
New York, NY 10036
(Counsel to Debtors)

Alicia M. Leonhard, Esq.
Office of the United States Trustee for the
Southern District of New York
33 Whitehall Street
Suite 2100
New York, NY 10004
(United States Trustee)

Robert J. Rosenberg, Esq.
Latham & Watkins LLP
885 Third Avenue
New York, NY 10022-4802
(Counsel to Unsecured Creditors Committee)

Marissa Wesley, Esq.
Simpson Thacher & Bartlett LLP
425 Lexington Avenue
New York, NY 10017
(Counsel for Prepetition Credit Facility Agent)

Marlane Melican, Esq.
Davis Polk & Wardell
450 Lexington Avenue
New York, NY 10017
(Counsel to Postpetition Credit Facility Agent)

From: Origin ID: (312)463-5568
Shannon Salamone
Banner and Witcoff LTD
10 South Wacker Drive
Suite 3000
Chicago, IL 60606



CLS952506/17/22

SHIP TO: (312)463-5000

BILL SENDER

Marlane Melican, Esq.
Davis Polk & Wardell
450 Lexington Avenue

New York, NY 10017

Ship Date: 19JUN06
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System#: 8193833/INET2500
Account#: S *****

REF: 004588.00013/1433



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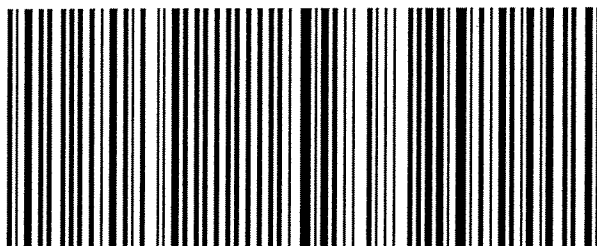
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Shannon Salamone
Banner and Witcoff LTD
10 South Wacker Drive
Suite 3000
Chicago, IL 60606



CLS052506/17/22

Ship Date: 19JUN06
ActWgt: 1 LB
System#: 8193833/INET2500
Account#: S *****

REF: 004588.00013/1433

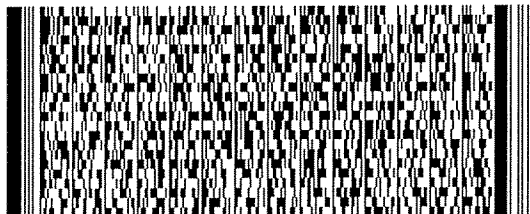


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SHIP TO: (312)463-5000 BILL SENDER

Marissa Wesley, Esq.
Simpson Thacher & Bartlett LLP
425 Lexington Avenue

New York, NY 10017



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TUE

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20JUN06

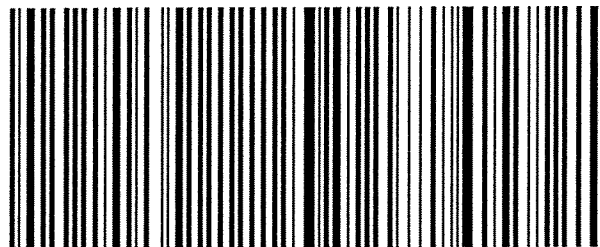
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Shannon Salamone
Banner and Witcoff LTD
10 South Wacker Drive
Suite 3000
Chicago, IL 60606



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BILL SENDER

Delores De Elizalde Esq.
Skadden Arps Slate Meagher & Flom L
Four Times Square

New York, NY 10036

Ship Date: 19JUN06
ActWgt: 1 LB
System#: 8193833/INET2500
Account#: S *****

REF: 004588.00013/1433



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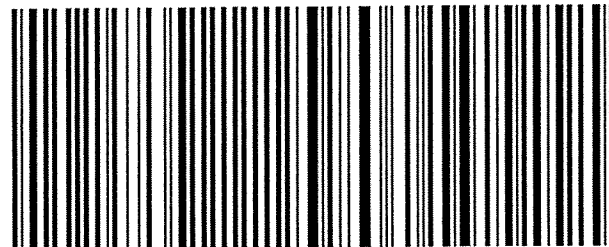
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From: Origin ID: (312)463-5568
Shannon Salamone
Banner and Witcoff LTD
10 South Wacker Drive
Suite 3000
Chicago, IL 60606



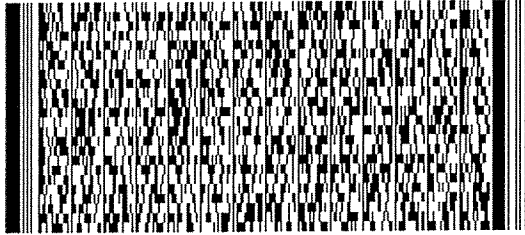
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ActWgt: 1 LB
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Account#: S *****

REF: 004588.00013/1433



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SHIP TO: (312)407-0700 BILL SENDER
John Wm. Butler, Jr., Esq.
Skadden Arps Slate Meagher & Flom
333 West Wacker Drive
Suite 2100
Chicago, IL 60606



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20JUN06

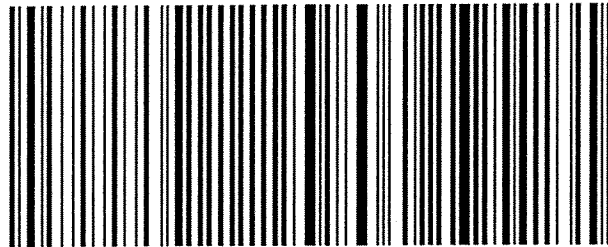
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EXHIBIT M

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----	x	
	:	
In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
-----	x	

ORDER GRANTING SECOND INTERIM APPLICATION OF BANNER & WITCOFF, LTD.,
INTELLECTUAL PROPERTY COUNSEL TO DELPHI CORPORATION, FOR
ALLOWANCE OF INTERIM COMPENSATION AND REIMBURSEMENT OF EXPENSES

Upon consideration of the second interim application of Banner & Witcoff, Ltd. for allowance of interim compensation and reimbursement of expenses (the "Second Interim Banner Application") for professional services and expenses incurred during the period commencing February 1, 2006 through May 31, 2006; and a hearing having been held before this court to consider the Second Interim Banner Application on October 19, 2006; and notice having been given pursuant to the Federal Rules of Bankruptcy Procedure 2002(a)(7) and (c)(2); and due consideration having been given to any responses thereto; and sufficient cause having been shown therefore, it is hereby:

ORDRED that the Second Interim Banner Application is granted to the extent set forth in Schedule "A."

Dated: New York, New York
October 19, 2006

United States Bankruptcy Judge
Southern District of New York

Case No. 05-4481(RDD)
Case Name: Delphi Corporation

CURRENT FEE PERIOD: February 1, 2006 through May 31, 2006

APPLICANT	DATE/DOCUMENT NO. OF APPLICATION	FEES REQUESTED	FEES AWARDED	EXPENSES REQUESTED	EXPENSES AWARDED
Banner & Witcoff, Ltd.					
X					
X					
X					
X					
X					
X					
X					
X					
X					
X					
X					
X					
X					
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SCHEDULE A(1)

DATE: October 19, 2006

INITIALS:

USBJ